

#1022a

Articles of Association

of the

Edgar Zinc Company

St. Louis

Capital \$100,000.00

In 50 Shares

IFD AND CERTIFICATE OF
INCORPORATION ISSUED

JUL 9 - 1915

C. A. Leonard

97.00

Site: Powder Mill
ID #: MOD 980636004
E-mail: 1111
Telephone: 1 1 1

40115796



003514



City of Jefferson, Mo.

189-

Received of Edgar Jones
Seventy five Dollars

DOLLARS.

On account of Incorporation Tax on Capital Stock due from said Corporation

STATE REVENUE FUND

IN TESTIMONY WHEREOF I have hereunto set my hand and affixed my seal of office, the day and year above

-Treasurer

Chief Clerk

Second The principal place of business of this corporation shall be located in the City of St Louis and State of Missouri

Third. The amount of the Capital Stock of this Corporation shall be One hundred thousand dollars divided into one thousand shares of the par value of one hundred dollars each. The same has been bona fide subscribed and one half thereof has been actually paid in in lawful money of the United States and is in the custody of the persons hereinafter named as the first Board of Directors.

Fourth The names and places of residence of the several shareholders and the number of shares subscribed by each are as follows

Edwyn C. Edgar	St Louis Missouri	450 shares
Alfred Clifford	St Louis Missouri	400 shares
James Hopkins	St Louis Missouri	150 shares

Fifth The business of this Corporation shall be managed by a Board of Directors consisting of three members and the following shall constitute the Board for the first year: Edwyn C. Edgar Alfred Clifford and James Hopkins

Sixth This Corporation shall continue as a body politic for the term of Fifty years

Seventh The purposes for which this Corporation is formed are mining and smelting of mineral ores and manufacturing the products thereof and dealing in mineral oils and natural gas

Eighth. The first meeting of this Corporation shall be held on the ninth day of July 1898 at Missouri, Mo.

July 18 1898

These Articles of Agreement made and entered into this 15th day of July 1898 between the That we the undersigned have associated ourselves together for the purpose of forming a corporation under the provisions of Chapter 42 Article VIII of the Revised Statute of Missouri and have hereby subscribed to the following articles of Association to-wit:

First The name of the Company Second The principal place of business of the Corporation shall be located in the City of St Louis and State of Missouri Third The amount of the Capital stock of this Corporation shall be One hundred thousand dollars divided into one thousand shares of the par value of one hundred dollars each The same has been paid in full subscribed and one half thereof has been actually paid in in lawful money of the United States and is in the custody of the Treasurers hereinafter named as the First Board of Directors.

Fourth The names and shares of producers of the mineral products and the number of shares subscribed by each are as follows

Edgar	At Louis Missouri	450 shares
Alfred Clifford	At Louis Missouri	400 shares
James Stephens	At Louis Missouri	150 shares

Fifth The business of the Corporation shall be managed by a Board of Directors consisting of three members and the following shall constitute the Board for the first year to-wit Edgar Alfred Clifford and James Stephens

Sixth This Corporation shall continue as a body politic for the term of Fifty years Seventh For the purpose of reducing the Corporation to form an mining and smelting of minerals and manufacturing the products thereof and doing business in minerals and natural gas to-wit The first meeting of this Corporation shall be held on the ninth day of July 1898

12229

AFFIDAVIT OF
DISSOLUTION

of

EDGAR ZINC COMPANY.

FILED

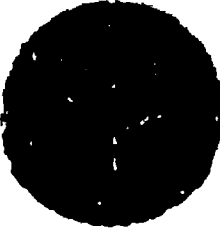
JUN 1 1927
Charles W. Becker
Secretary of State

FORDYCE HOLLIDAY & WHITE
ATTORNEYS AND COUNSELORS
606 OLIVE STREET
ST LOUIS, MO.

003515

No 5945

City of Jefferson JUN 25 1931

Record of
Edgar Zinc CompanyFIVE AND NO/100 ¹⁰⁰/₁₀₀ DollarsFor credit of State Road Fund, on account of Corporation Registration Fee for
year ending May 31, 1930. 332IN TESTIMONY WHEREOF I have hereunto set my hand and affixed my seal of office the day
and year above

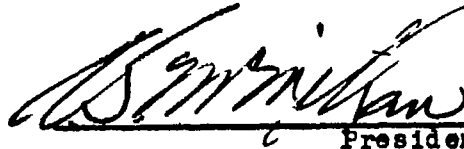
(Signed in Triplicate)

Treasurer

Chief Clerk

A. S. McMILLAN, President of the EDGAR
ZINC COMPANY, a corporation of the City of St. Louis,
State of Missouri, No. 10229, being duly sworn on his
oath, states that said corporation was, on the 7th day of
April, 1931, by unanimous vote of its stockholders, duly
dissolved and no longer in existence.

This affiant further makes oath that on
the above date he was the duly elected, authorized and
acting President of the above named corporation, and makes
this affidavit upon authority and pursuant to the instruc-
tions of all the stockholders of the above named corpora-
tion as appears on the minutes of the stockholders' meet-
ing authorizing the filing of this affidavit, that all the
debts, claims, bills of account of said corporation had
been paid and full settlement made thereof.


President.

SUBSCRIBED and sworn to before me a Notary
Public, within and for the City of St. Louis, Missouri, this
15th day of June, 1931.

My commission expires April 14, 1935



STATE OF MISSOURI, |

SS.

CITY OF ST. LOUIS. |

A. S. McMILLAN, President of the EDGAR ZINC COMPANY, a corporation of the City of St. Louis, State of Missouri, No. 10229, being duly sworn on his oath, states that said corporation was, on the 7th day of April, 1931, by unanimous vote of its stockholders, duly dissolved and no longer in existence.

This affiant further makes oath that on the above date he was the duly elected, authorized and acting President of the above named corporation, and makes this affidavit upon authority and pursuant to the instructions of all the stockholders of the above named corporation as appears on the minutes of the stockholders' meeting authorizing the filing of this affidavit, that all the debts, claims, bills of account of said corporation had been paid and full settlement made thereof


President.

SUBSCRIBED and sworn to before me a Notary Public, within and for the City of St. Louis, Missouri, this 15th day of June, 1931.

My commission expires June 14, 1935



STATE OF MISSOURI.

in 507

* CERTIFICATE. *

Whereas, "The American Steel and Wire Company of New Jersey"

incorporated under the laws of the state of *New Jersey* has filed in the office of the Secretary of State duly authenticated evidence of its incorporation, as provided by law and has in all respects complied with the requirements of law governing Foreign Private Corporations

Now, Therefore, I ALEXANDER A. LESUFUR Secretary of State of the State of Missouri in virtue and by authority of law, do hereby certify that said

The American Steel and Wire Company of New Jersey,

is from the date hereof duly authorized to do business in the State of Missouri for a term ~~ending July 1st 1929~~ and is entitled to all the rights and privileges granted to Foreign Corporations under the laws of this State and that the amount of the Capital Stock of said Corporation is *Twenty Million*

Dollars and the amount of said Capital Stock represented in the State of Missouri is *Twenty Million* Dollars

IN TESTIMONY WHEREOF I hereunto set my hand and affix the

Great Seal of the State of Missouri Done at the City of Jefferson this *15th* day of

[not in]

March - A D eighteen hundred and ninety *nine*,

A. Lesufur
Secretary of State

003516

7. 2. 2

1507

The American St.
Wire Company of
Jersey.

New Jersey

Evidence of Incorp
Capital \$90,000.00
" in Mo \$900.00

II

1912

J. O. Lewis

003517

STATE OF MISSOURI,)
) SS
CITY OF ST. LOUIS)

C. H. MAY, of lawful age, being duly sworn upon his oath states, that he is the principal agent in the State of Missouri of the AMERICAN STEEL AND WIRE COMPANY OF NEW JERSEY, a corporation duly incorporated under the laws of the State of New Jersey, on the 13th day of January, A D 1899, with a perpetual existence, and represents the said corporation in the State of Missouri, that the amount of capital stock of said corporation is Ninety Million Dollars (\$90,000,000), and the proportion of the Capital Stock of said corporation which is represented by the property located and business transacted in the State of Missouri is Nine Hundred Thousand Dollars (\$900,000), and that the public office of said corporation or place for the transaction of its business in the State of Missouri is located at the City of St Louis, Missouri

C. H. May AGENT

10 BE FILED IN DUPLICATE

F 507

Please read instructions on back
of report before attempting to ex
ecute

Certificate of Designation of Registered Office and Registered Agent by Foreign and Domestic Corporations

State of OHIO

CUYAHOGA

County

SS

To SECRETARY OF STATE,
Jefferson City, Missouri

The undersigned corporation, organized and existing under the laws of the State of -- NEW JERSEY --
, for the purpose of designating a registered office and
registered agent, as required by the provisions of ' The General and Business Corporation Act of Missouri represents that

1 The name of the corporation is THE AMERICAN STEEL AND WIRE COMPANY OF NEW JERSEY

2 Its registered office is 314 NORTH BROADWAY, ST LOUIS MISSOURI

Number

Street

City

State

3 The name of its registered agent is C T CORPORATION SYSTEM

whose address is the same as that of its registered office

4 Such designation was authorized by resolution duly adopted by the board of directors

003518

IN WITNESS WHEREOF the undersigned Corporation has caused this report to be executed in its name by its

Vice President or ~~Vice President~~ attested by its

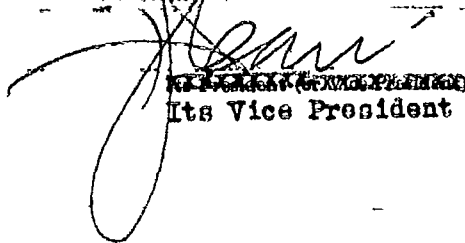
Secretary

~~/s/ Assistant Secretary~~ this 28th day of

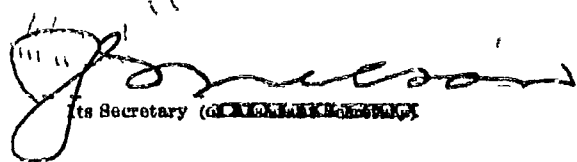
December A D 19 43
THE AMERICAN STEEL AND WIRE COMPANY
OF NEW JERSEY

(Corporate Seal)

By


Its Vice President

Attest


Its Secretary

State of OHIO

County of CUYAHOGA

ss

I, J. B. CAVANAGH

, a Notary Public, do hereby certify that

on the day of December

A D 1943 personally appeared

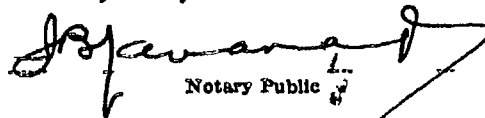
before me F. J. CARR

VICE
who declares he is/President of the

corporation, executing the foregoing document and being first duly sworn, acknowledged that he signed the foregoing document in the capacity therein set forth and declared that the statements therein contained are true

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before written

(Notarial Seal)


Notary Public

My Comm. Exp. Mar 13 1945

CERTIFICATE OF DESIGNATION OF
REGISTERED OFFICE AND
REGISTERED AGENT

of

THE AMERICAN STEEL AND WIRE

COMPANY OF NEW JERSEY

NOTICE

This certificate must be filed in duplicate
The corporation cannot act as its own registered agent

The registered office may be but need not be the same as the place of business of the corporation, but the registered office and the registered address of the agent must be the same

Any subsequent change in the registered office or agent must be immediately reported to the Secretary of State on blanks furnished for that purpose



WALTER H. TOBERMAN
SECRETARY OF STATE

STATE OF MISSOURI
OFFICE OF SECRETARY OF STATE
JEFFERSON CITY

IN REPLY PLEASE REFER TO
FILE NO.

CORPORATION DIVISION

December 31, 1951

F-507

✓
RE THE AMERICAN TELL AND WIRE COMPANY (F-507)
UNITED STATES STEEL SUPPLY COMPANY (F-1910)
AMERICAN BRIDGE COMPANY (F-2059)
OIL WELL SUPPLY COMPANY (F-8933)

On this date the following change occurred in status
of above corporation.■

() Name changed to _____

(x) Merged into UNITED STATES STEEL COMPANY (Survivor / F-10662)

() Converted to nonprofit

(By virtue of the above merger, which was filed in this office
on December 31, 1951, numbers F-507, F-1910, F-2059 and F-8933
ceased to exist in Missouri on this date. The UNITED STATES
STEEL COMPANY is the surviving corporation, F-10662.

003519

State of New Jersey



Department of State

I, LLOYD B MARSH, Secretary of State of the State of New Jersey, DO HEREBY CERTIFY that an Agreement of Merger was filed and recorded in my office on December 31 1951, according to which American Bridge Company, The American Steel and Wire Company of New Jersey, National Tube Company, Oil Well Supply Company, Universal Exploration Company, Virginia Bridge Company (New Jersey corporations), Columbia Steel Company Consolidated Western Steel Corporation Geneva Steel Company Gerrard Steel Strapping Company, Pittsburgh Steamship Company United States Steel Products Company (Delaware corporations), Bradley Transportation Company (a West Virginia corporation), Illinois Steel Company, United States Steel Supply Company (Illinois corporations), Michigan Limestone & Chemical Company (a Pennsylvania corporation), Oliver Iron Mining Company (a Minnesota corporation) and Tennessee Coal, Iron and Railroad Company (an Alabama corporation) were merged into United States Steel Company (a New Jersey corporation), and according to which United States Steel Company acquired all the rights and property of the merged companies

162-36

[Handwritten signature]

UNITED STATES STEEL COMPANY (a New Jersey corporation),
AMERICAN BRIDGE COMPANY (a New Jersey corporation),
THE AMERICAN STEEL AND WIRE COMPANY OF NEW JERSEY (a New Jersey corporation)
NATIONAL TUBE COMPANY (a New Jersey corporation),
OIL WELL SUPPLY COMPANY (a New Jersey corporation),
UNIVERSAL EXPLORATION COMPANY (a New Jersey corporation),
VIRGINIA BRIDGE COMPANY (a New Jersey corporation),
COLUMBIA STEEL COMPANY (a Delaware corporation),
CONSOLIDATED WESTERN STEEL CORPORATION (a Delaware corporation),
GENEVA STEEL COMPANY (a Delaware corporation),
GERRARD STEEL STRAPPING COMPANY (a Delaware corporation),
PITTSBURGH STEAMSHIP COMPANY (a Delaware corporation),
UNITED STATES STEEL PRODUCTS COMPANY (a Delaware corporation),
BRADLEY TRANSPORTATION COMPANY (a West Virginia corporation),
ILLINOIS STEEL COMPANY (an Illinois corporation),
UNITED STATES STEEL SUPPLY COMPANY (an Illinois corporation),
MICHIGAN LIMESTONE & CHEMICAL COMPANY (a Pennsylvania corporation),
OLIVER IRON MINING COMPANY (a Minnesota corporation) and
TENNESSEE COAL, IRON AND RAILROAD COMPANY (an Alabama corporation)

AGREEMENT OF MERGER

Filed in Office of Secretary of State of New Jersey	December 31, 1951
Filed in Office of Secretary of State of Delaware	December 31, 1951
Filed in Office of Secretary of State of West Virginia	December 31, 1951
Filed in Office of Secretary of State of Illinois	December 31, 1951
Filed in Office of Secretary of State of Minnesota	December 31, 1951
Filed in Office of Secretary of State of Alabama	December 31, 1951

Dated, December 7, 1951

Smith Bros. Co. Inc., Law Printers, 434-436 Boulevard of the Allies, Pittsburgh, Pa.

[Handwritten signature]

FILED AND RECORDED
DEC 31 1951
RECORDED IN BOOK
Page _____ of Corporations

003520



State of New Jersey

Department of the Treasury
Division of Taxation

Corporation Tax Bureau
State House
Trenton 7

Certificate No. **A 3211**

Assessment No. **3259**

1951

35 15

X
3689

Certificate of Payment of Corporation Franchise Tax

This is to Certify that all Corporation Franchise taxes, fees, penalties and interest levied upon or assessed against

**UNITED STATES STEEL COMPANY
(Incorporated 3-27-1903)**

by the State of New Jersey, in accordance with the provisions of Chapters ten A, thirteen and thirty-two A of Title 54 of the Revised Statutes and all acts amendatory thereof or antecedent or supplementary thereto, have been paid, or are deemed fully secured. This certificate is being issued only in connection with the merger of the United States Steel Company et al., for the purpose of enabling the said United States Steel Company to complete the filing of the said merger proceedings with the Secretary of State.

WITNESS my hand and official seal at Trenton, this

18th day of **December**

A.D 1951

Deputy

Asa H. Neal
Director, Division of Taxation

755



State of New Jersey

Department of the Treasury
Division of Taxation

Corporation Tax Bureau
State House
Trenton 7

Certificate No. **A 3209**

1951

Certificate of Payment of Corporation Franchise Tax

This is to Certify that all Corporation Franchise taxes, fees, penalties and interest levied upon or assessed against

AMERICAN BRIDGE COMPANY
(Incorporated 4-14-1900)

by the State of New Jersey, in accordance with the provisions of Chapters ten A, thirteen and thirty-two A of Title 54 of the Revised Statutes and all acts amendatory thereof or antecedent or supplementary thereto, have been paid, or are deemed fully secured. This certificate is being issued only in connection with the merger of the above named corporation et al., into United States Steel Company (a New Jersey Corporation) for the purpose of enabling the said United States Steel Company to complete the filing of the said merger proceedings with the Secretary of State.

WITNESS my hand and official seal at Trenton, this
... 18th ... day of ... December ...

A.D. 19.. 51 ..

754
Carson K. Neeld
Deputy Director, Division of Taxation



State of New Jersey

Department of the Treasury
Division of Taxation

Trenton, N.J.

Certificate No. **A 3208**

Application No. **5262**

Fee **\$5.00**

1951

Certificate of Payment of Corporation Franchise Tax

This is to Certify that all Corporation Franchise taxes, fees, penalties and interest levied upon or assessed against

THE AMERICAN STEEL & WIRE COMPANY OF NEW JERSEY
(Incorporated 1-13-1899)

by the State of New Jersey, in accordance with the provisions of Chapters ten A, thirteen and thirty-two A of Title 54 of the Revised Statutes and all acts amendatory thereof or antecedent or supplementary thereto, have been paid, or are deemed fully secured. This certificate is being issued only in connection with the merger of the above named corporation et al., into United States Steel Company (a New Jersey Corporation) for the purpose of enabling the said United States Steel Company to complete the filing of the said merger proceedings with the Secretary of State.

WITNESS my hand and official seal at Trenton, this
..18th.. day of December.....

A.D. 1951..

Arnon H. Neale
Deputy Director, Division of Taxation

751

1951

Application No. 3262

Fee \$5.00

Certificate of Payment of Corporation Franchise Tax

This is to Certify that all Corporation Franchise taxes, fees, penalties and interest levied upon or assessed against

THE AMERICAN STEEL & WIRE COMPANY OF NEW JERSEY
(Incorporated 1-13-1899)

by the State of New Jersey, in accordance with the provisions of Chapters ten A, thirteen and thirty-two A of Title 54 of the Revised Statutes and all acts amendatory thereof or antecedent or supplementary thereto, have been paid, or are deemed fully secured. This certificate is being issued only in connection with the merger of the above named corporation et al., into United States Steel Company (a New Jersey Corporation) for the purpose of enabling the said United States Steel Company to complete the filing of the said merger proceedings with the Secretary of State.

WITNESS my hand and official seal at Trenton, this

18th day of December

A.D. 1951

Asen K. Neeld
Deputy Director, Division of Taxation



Certificate No. **A 3207**

Application No. 3261

Fee **\$5.00**

1951

Certificate of Payment of Corporation Franchise Tax

This is to Certify that all Corporation Franchise taxes, fees, penalties and interest levied upon or assessed against

**NATIONAL TUBE COMPANY
(Incorporated 2-16-1899)**

by the State of New Jersey, in accordance with the provisions of Chapters ten A, thirteen and thirty-two A of Title 54 of the Revised Statutes and all acts amendatory thereof or antecedent or supplementary thereto, have been paid, or are deemed fully secured. This certificate is being issued only in connection with the merger of the above named corporation et al., into United States Steel Company (a New Jersey Corporation) for the purpose of enabling the said United States Steel Company to complete the filing of the said merger proceedings with the Secretary of State.

WITNESS my hand and official seal at Trenton, this
.....18th..... day ofDecember.....

A.D 1951.....

Aaron K. Neale
Deputy Director Division of Taxation

Office of the State Treasurer

Department of the Treasury
Division of Taxation

Corporation Tax Bureau
State House
Trenton 7

Certificate No. **A 3206**

Application No. **3260**

Fee **\$5.00**

1951

Certificate of Payment of Corporation Franchise Tax

This is to Certify that all Corporation Franchise taxes, fees, penalties and interest levied upon or assessed against

**OIL WELL SUPPLY COMPANY
(Incorporated 2-8-1900)**

by the State of New Jersey, in accordance with the provisions of Chapters ten A, thirteen and thirty-two A of Title 54 of the Revised Statutes and all acts amendatory thereof or antecedent or supplementary thereto, have been paid, or are deemed fully secured. This certificate is being issued only in connection with the merger of the above named corporation et al., into United States Steel Company (a New Jersey Corporation) for the purpose of enabling the said United States Steel Company to complete the filing of the said merger proceedings with the Secretary of State.

WITNESS my hand and official seal at Trenton, this
18th day of **December**

A.D. 19**51**

Deputy Director, Division of Taxation

759



State of New Jersey

Department of the Treasury
Division of Taxation

Corporation Tax Bureau
State House
Trenton 7

Certificate No. **A 3205**

Application No. **3258**

1951

Fee **\$5.00**

Certificate of Payment of Corporation Franchise Tax

This is to Certify that all Corporation Franchise taxes, fees, penalties and interest levied upon or assessed against **UNIVERSAL EXPLORATION COMPANY - (Incorporated 8-23-1920)**

by the State of New Jersey, in accordance with the provisions of Chapters ten A, thirteen and thirty-two A of Title 54 of the Revised Statutes and all acts amendatory thereof or antecedent or supplementary thereto, have been paid, or are deemed fully secured. This certificate is being issued only in connection with the merger of the above named corporation et al., into United States Steel Company (a New Jersey Corporation) for the purpose of enabling the said United States Steel Company to complete the filing of the said merger proceedings with the Secretary of State.

WITNESS my hand and official seal at Trenton, this
18th day of December

A.D. 1951

Aront Field
Deputy Director, Division of Taxation

760



State of New Jersey

Department of the Treasury
Division of Taxation

Corporation Tax Bureau
State House
Trenton 7

Certificate No. **A 3210**

Application No. **3257**

Fee **\$5.00**

1951

Certificate of Payment of Corporation Franchise Tax

This is to Certify that all Corporation Franchise taxes, fees, penalties and interest levied upon or assessed against

VIRGINIA BRIDGE COMPANY
(Incorporated 3-3-1837)

by the State of New Jersey, in accordance with the provisions of Chapters ten A, thirteen and thirty-two A of Title 54 of the Revised Statutes and all acts amendatory thereof or antecedent or supplementary thereto, have been paid, or are deemed fully secured. This certificate is being issued only in connection with the merger of the above named corporation et al., into United States Steel Company (a New Jersey Corporation) for the purpose of enabling the said United States Steel Company to complete the filing of the said merger proceedings with the Secretary of State.

WITNESS my hand and official seal at Trenton, this

.. **18th** .. day of **December** ..

A.D 19**51** ..

761
Arnon K. Neale
Deputy Director, Division of Taxation



State of New Jersey

Department of the Treasury
Division of Taxation

Corporation Tax Bureau
State House
Trenton 7

Certificate No **U 1112**

1951

Application No. **3267**

Fee **\$5.00**

Certificate of Non-Assessment of Corporation Franchise Tax

This is to Certify that there have been no Corporation Franchise taxes levied upon or assessed against **COLUMBIA STEEL COMPANY (A Delaware Corporation - Not authorized in New Jersey)**

by the State of New Jersey, in accordance with the provisions of Chapters ten A, thirteen and thirty-two A of Title 54 of the Revised Statutes and all acts amendatory thereof or antecedent or supplementary thereto

WITNESS my hand and official seal at Trenton, this
.. **18th** .. day of **December** ..

A.D. 19**51**

762
Arson H. Neeld
Deputy Director, Division of Taxation



State of New Jersey

Department of the Treasury
Division of Taxation

State House
Trenton 7

Certificate No. **U 1113**

1951

Application No. **3268**

Fee **\$5.00**

Certificate of Non-Assessment of Corporation Franchise Tax

This is to Certify that there have been no Corporation Franchise taxes levied upon or assessed against CONSOLIDATED WESTERN STEEL CORPORATION (A Delaware Corporation - Not authorized in New Jersey)

by the State of New Jersey, in accordance with the provisions of Chapters ten A, thirteen and thirty-two A of Title 54 of the Revised Statutes and all acts amendatory thereof or antecedent or supplementary thereto

WITNESS my hand and official seal at Trenton, this

...18th... day of ... December

A.D. 19.. 51 ..

763
.....
Deputy Director, Division of Taxation



State of New Jersey

Department of the Treasury
Division of Taxation

Corporation Tax Bureau
State House
Trenton 7

Certificate No. **U** 1114

Application No. 3262.....

1951

Fee **\$5.00**

Certificate of Non-Assessment of Corporation Franchise Tax

This is to Certify that there have been no Corporation Franchise taxes levied upon or assessed against GENEVA STEEL COMPANY (A Delaware Corporation - Not authorized in New Jersey)

by the State of New Jersey, in accordance with the provisions of Chapters ten A, thirteen and thirty-two A of Title 54 of the Revised Statutes and all acts amendatory thereof or antecedent or supplementary thereto

WITNESS my hand and official seal at Trenton, this

.....18th..... day ofDecember.....

A.D. 1951.....

.....*Aront K. Neeld*.....
Deputy Director, Division of Taxation



State of New Jersey

Department of the Treasury
Division of Taxation

Corporation Tax Bureau
State House
Trenton 7

Certificate No. **U** 1115

1951

Application No. 3270.....

\$5.00

Certificate of Non-Assessment of Corporation Franchise Tax

This is to Certify that there have been no Corporation Franchise taxes levied upon or assessed against **GERRARD STEEL STRAPPING COMPANY** (A Delaware Corporation - Not authorized in New Jersey)

by the State of New Jersey, in accordance with the provisions of Chapters ten A, thirteen and thirty-two A of Title 54 of the Revised Statutes and all acts amendatory thereof or antecedent or supplementary thereto.

WITNESS my hand and official seal at Trenton, this

.. **10th** day of **December**

A.D. 19**51**.. ..

..... *James H. Neeld*
Deputy Director, Division of Taxation



State of New Jersey

Department of the Treasury
Division of Taxation

Corporation Tax Bureau
State House
Trenton 7

Certificate No. **U** 1119

Application No. 3274.....

1951

Fee **\$5.00**

Certificate of Non-Assessment of Corporation Franchise Tax

This is to Certify that there have been no Corporation Franchise taxes levied upon or assessed against PITTSBURGH STEAMSHIP COMPANY (A Delaware Corporation - Not authorized in New Jersey)

by the State of New Jersey, in accordance with the provisions of Chapters ten A, thirteen and thirty-two A of Title 54 of the Revised Statutes and all acts amendatory thereof or antecedent or supplementary thereto

WITNESS my hand and official seal at Trenton, this

.....18th..... day ofDecember.....

A.D. 1951.....

768
.....*Aaron K. Neeld*.....
Deputy Director, Division of Taxation



State of New Jersey

Department of the Treasury
Division of Taxation

Corporal & Bureau
Stat. J 20
Trenton 7

Certificate No **A 3204**

Application No. **3275**

Fee **\$5.00**

1951

Certificate of Payment of Corporation Franchise Tax

This is to Certify that all Corporation Franchise taxes, fees, penalties and interest levied upon or assessed against **UNITED STATES STEEL PRODUCTS COMPANY - (a Delaware Corporation - Not Authorized in New Jersey)**

by the State of New Jersey, in accordance with the provisions of Chapters ten A, thirteen and thirty two A of Title 54 of the Revised Statutes and all acts amendatory thereof or antecedent or supplementary thereto, have been paid, or are deemed fully secured. This certificate is being issued only in connection with the merger of the above named corporation et al., into United States Steel Company (a New Jersey Corporation) for the purpose of enabling the said United States Steel Company to complete the filing of the said merger proceedings with the Secretary of State.

WITNESS my hand and official seal at Trenton, this
.. 18th .. day of .. December ..

A D 1951..

767
Carroll Reed
Deputy Director, Division of Taxation



State of New Jersey

Department of the Treasury
Division of Taxation

Trenton 7

1951

For 1951

Certificate of Non-Assessment of Corporation Franchise Tax

This is to Certify that there have been no Corporation Franchise taxes levied upon or assessed against **BRADLEY TRANSPORTATION COMPANY** (A West Virginia Corporation - Not authorized in New Jersey)

by the State of New Jersey, in accordance with the provisions of Chapters ten A, thirteen and thirty-two A of Title 54 of the Revised Statutes and all acts amendatory thereof or antecedent or supplementary thereto

WITNESS my hand and official seal at Trenton, this
18th day of December

A.D. 1951

768
Deputy Director, Division of Taxation



State of New Jersey

Department of the Treasury
Division of Taxation

Corporation Tax Bureau
State House
Trenton 7

Certificate No. **U 1116**

1951

Application No. **3271**

Fee **\$5.00**

Certificate of Non-Assessment of Corporation Franchise Tax

This is to Certify that there have been no Corporation Franchise taxes levied upon or assessed against ILLINOIS STEEL COMPANY (An Illinois Corporation - Not authorized in New Jersey)

by the State of New Jersey, in accordance with the provisions of Chapters ten A, thirteen and thirty-two A of Title 54 of the Revised Statutes and all acts amendatory thereof or antecedent or supplementary thereto.

WITNESS my hand and official seal at Trenton, this

18th day of **December**

A.D. 19**51**

Aaron K. Neeld
Deputy Director, Division of Taxation



State of New Jersey

Department of the Treasury
Division of Taxation

Corporation Tax Bureau
State House
Trenton 7

Certificate No. **A 3203**

Application No. **3264**

1951

Fee **\$5.00**

Certificate of Payment of Corporation Franchise Tax

This is to Certify that all Corporation Franchise taxes, fees, penalties and interest levied upon or assessed against UNITED STATES STEEL SUPPLY COMPANY (An Illinois Corporation - Authorized in New Jersey February 4, 1933 - 00 11999)

by the State of New Jersey, in accordance with the provisions of Chapters ten A, thirteen and thirty two A of Title 54 of the Revised Statutes and all acts amendatory thereof or antecedent or supplementary thereto, have been paid

WITNESS my hand and official seal at Trenton, this

.. **18th** day of **December**

AD 19 **51**

770
Carroll Field
Deputy Director Division of Taxation



State of New Jersey

Department of the Treasury
Division of Taxation

Corporation Tax Bureau
State House
Trenton ?

Certificate No. **U** 1117

1951

Application No. 3272

Fee \$5.00

Certificate of Non-Assessment of Corporation Franchise Tax

This is to Certify that there have been no Corporation Franchise taxes levied upon or assessed against **MICHIGAN LIMESTONE & CHEMICAL COMPANY** (A Pennsylvania Corporation - Not authorized in New Jersey)

by the State of New Jersey, in accordance with the provisions of Chapters ten A, thirteen and thirty two A of Title 54 of the Revised Statutes and all acts amendatory thereof or antecedent or supplementary thereto

WITNESS my hand and official seal at Trenton, this
.....18th..... day ofDecember.....

A.D. 1951.. ..

171
Aaron K. Neale
Deputy Director, Division of Taxation



State of New Jersey

Department of the Treasury
Division of Taxation

Corporation Tax Bureau
State House
Trenton 7

Application No. 3273

1951

Application No. 3273

Fee \$5.00

Certificate of Non-Assessment of Corporation Franchise Tax

This is to Certify that there have been no Corporation Franchise taxes levied upon or assessed against OLIVER IRON MINING COMPANY (A Minnesota Corporation - Not authorized in New Jersey)

by the State of New Jersey, in accordance with the provisions of Chapters ten A, thirteen and thirty-two A of Title 54 of the Revised Statutes and all acts amendatory thereof or antecedent or supplementary thereto

WITNESS my hand and official seal at Trenton, this

18th day of December

A.D. 1951

Deputy Director, Division of Taxation



State of New Jersey

Department of the Treasury
Division of Taxation

Corporation Tax Bureau
State House
Trenton 7

Certificate No. **U** 1110

Application No. **3265**

1951

Fee **\$5.00**

Certificate of Non-Assessment of Corporation Franchise Tax

This is to Certify that there have been no Corporation Franchise taxes levied upon or assessed against **TENNESSEE COAL, IRON AND RAILROAD COMPANY** (An Alabama Corporation - Not authorized in New Jersey)

by the State of New Jersey, in accordance with the provisions of Chapters ten A, thirteen and thirty-two A of Title 54 of the Revised Statutes and all acts amendatory thereof or antecedent or supplementary thereto

WITNESS my hand and official seal at Trenton, this

18th day of **December**

A.D. 19**51**

773
Aaron K. Neeld
Deputy Director, Division of Taxation

EXHIBIT A

- ✓ 9062-050
UNITED STATES STEEL COMPANY (a New Jersey corporation), D 4827 (Active) 9
- ✓ 1344-801
AMERICAN BRIDGE COMPANY (a New Jersey corporation), C 542
- ✓ 1466-001
THE AMERICAN STEEL AND WIRE COMPANY OF NEW JERSEY (a New Jersey corporation) B 370
- ✓ 6420-301
NATIONAL TUBE COMPANY (a New Jersey corporation), B 209
- ✓ 6612-401
OIL WELL SUPPLY COMPANY (a New Jersey corporation), C 208
- ✓ 9070-901
UNIVERSAL EXPLORATION COMPANY (a New Jersey corporation), L 6819
- ✓ 9143-301
VIRGINIA BRIDGE COMPANY (a New Jersey corporation), Q 3
- COLUMBIA STEEL COMPANY (a Delaware corporation), Not authorized in NJ ✓
- CONSOLIDATED WESTERN STEEL CORPORATION (a Delaware corporation), " ✓
- GENEVA STEEL COMPANY (a Delaware corporation), " ✓
- GERRARD STEEL STRAPPING COMPANY (a Delaware corporation), " ✓
- PITTSBURGH STEAMSHIP COMPANY (a Delaware corporation), " ✓
- UNITED STATES STEEL PRODUCTS COMPANY (a Delaware corporation), " ✓
- BRADLEY TRANSPORTATION COMPANY (a West Virginia corporation), " ✓
- ILLINOIS STEEL COMPANY (an Illinois corporation), " ✓
- ✓ 9062-301
UNITED STATES STEEL SUPPLY COMPANY (an Illinois corporation), OC 11999
- MICHIGAN LIMESTONE & CHEMICAL COMPANY (a Pennsylvania corporation), Not Auth in NJ ✓
- OLIVER IRON MINING COMPANY (a Minnesota corporation) and ✓ "
- TENNESSEE COAL, IRON AND RAILROAD COMPANY (an Alabama corporation) ✓ "

AGREEMENT OF MERGER

Filed in the Office of Secretary of State of New Jersey	December 31, 1951
Filed in the Office of Secretary of State of Delaware	December 31, 1951
Filed in the Office of Secretary of State of West Virginia	December 31, 1951
Filed in Office of Secretary of State of Illinois	December 31, 1951
Filed in Office of Secretary of State of Minnesota	December 31, 1951
Filed in Office of Secretary of State of Alabama	December 31, 1951

Dated, December 7, 1951

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NAME OF INCORPORATION

UNITED STATES STEEL COMPANY

D 4827

X-36889

Location of Principal Office in New Jersey	STENCIL INDEX CARD	Object of Incorporation
51 Newark St Hoboken NJ	RECORD CARD RECEIPTS CARD	
Name of Agent	FOLDER	Act under which Incorporated
HUDSON TRUST COMPANY	A N BOOK	Corp Act

Date of Filing Certificate	Existence	Capital Stock Authorized	Par Value of Shares	Commenced Business with
	Perpetual	940,000 shares NPV, all Common stock		

Amending the Certificate of Incorporation Merger Dec 31 1951-See attached paper

Capital Stock Increased,

Capital Stock Decreased,

Payment of Capital Stock to,

Payment of Additional Capital Stock,

Principal Office Removed from,

Dissolution by Unanimous Consent,

Proof of Publication of the Certificate of Dissolution,

The companies listed on attached sheet merged into above 12-31-51 (15 companies)

see schedule 12/3/51 - 19 companies merged into above and merged into 12/3/51

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AGREEMENT OF MERGER

This Agreement made this 7th day of December in the year nineteen hundred and fifty-one between

(1) Each of the following corporations of the State of New Jersey and the directors of each of said corporations

- (a) United States Steel Company (hereinafter sometimes referred to as "U.S.Steel"),
- (b) American Bridge Company (hereinafter sometimes referred to as "American Bridge");
- (c) The American Steel and Wire Company of New Jersey (hereinafter sometimes referred to as "American Steel"),
- (d) National Tube Company (hereinafter sometimes referred to as "Tube"),
- (e) Oil Well Supply Company (hereinafter sometimes referred to as "Oil Well");
- (f) Universal Exploration Company (hereinafter sometimes referred to as "Universal"), and
- (g) Virginia Bridge Company (hereinafter sometimes referred to as "Virginia Bridge");

(said corporations being hereinafter sometimes collectively referred to as the "New Jersey corporations");

(2) Each of the following corporations of the State of Delaware and the directors of each of said corporations

- (a) Columbia Steel Company (hereinafter sometimes referred to as "Columbia");

- (b) Consolidated Western Steel Corporation (hereinafter sometimes referred to as "Consolidated"),
- (c) Geneva Steel Company (hereinafter sometimes referred to as "Geneva"),
- (d) Gerrard Steel Strapping Company (hereinafter sometimes referred to as "Gerrard"),
- (e) Pittsburgh Steamship Company (hereinafter sometimes referred to as "Pittsburgh"), and
- (f) United States Steel Products Company (hereinafter sometimes referred to as "Products"),

(said corporations being hereinafter sometimes collectively referred to as the "Delaware corporations"),

(3) Bradley Transportation Company, a corporation of the State of West Virginia, (hereinafter sometimes referred to as "Bradley") and the directors thereof,

(4) Each of the following corporations of the State of Illinois and the directors of each of said corporations

- (a) Illinois Steel Company (hereinafter sometimes referred to as "Illinois Steel"), and
- (b) United States Steel Supply Company (hereinafter sometimes referred to as "Steel Supply"),

(said corporations being hereinafter sometimes collectively referred to as the "Illinois corporations")

(5) Michigan Limestone & Chemical Company, a corporation of the State of Pennsylvania, (hereinafter sometimes referred to as "Limestone") and the directors thereof,

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(6) Oliver Iron Mining Company, a corporation of the State of Minnesota, (hereinafter sometimes referred to as "Oliver") and the directors thereof, and

(7) Tennessee Coal, Iron and Railroad Company, a corporation of the State of Alabama, (hereinafter sometimes referred to as "Tennessee") and the directors thereof,

WITNESSETH

WHEREAS, the principal office in the State of New Jersey of each of the New Jersey corporations is at 51 Newark Street, Hoboken, Hudson County, and Hudson Trust Company is the agent therein and in charge thereof upon whom process against each of said corporations may be served in said state, the principal office in said state of Steel Supply is at 15 Exchange Place, Jersey City, Hudson County, and The Corporation Trust Company is the agent therein and in charge thereof upon whom process against said corporation may be served in said state, none of the other corporations parties hereto is doing business in said state,

WHEREAS, the principal office in the State of Delaware of each of the Delaware corporations, U S Steel, American Bridge, American Steel and Tube is at 100 West Tenth Street, Wilmington, New Castle County, and The Corporation Trust Company is the authorized agent therein and in charge thereof upon whom process against each of said corporations may be served in said state, none of the other corporations parties hereto is doing business in said state,

WHEREAS, Bradley, a West Virginia corporation, has no principal office or place of business in the State of West Virginia,

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and U. S. Steel, American Bridge, American Steel, Oil Well, Virginia Bridge and Limestone are authorized to do business in the State of West Virginia, and the State Auditor is the person designated to accept service of process against each of said corporations in said state, none of the other corporations parties hereto is doing business in said state,

WHEREAS, the registered office in the State of Illinois of Illinois Steel is at 208 South LaSalle Street, Chicago, Cook County, and H. G. Irons is the registered agent therein and in charge thereof upon whom process against said corporation may be served in said state, the registered office in said state of Steel Supply is at 208 South LaSalle Street, Chicago, Cook County, and S. D. Flinn is the registered agent therein and in charge thereof upon whom process against said corporation may be served in said state, the registered office in said state of each of U. S. Steel, American Bridge, American Steel, Tube, Oil Well and Gerrard is at 208 South LaSalle Street, Chicago, Cook County, and The Corporation Trust Company is the registered agent therein and in charge thereof upon whom process against each of U. S. Steel, American Bridge, American Steel, Tube, Oil Well and Gerrard may be served in said state; and the registered office in said state of Products is at 208 South LaSalle Street, Chicago, Cook County, and C T Corporation System is the registered agent therein and in charge thereof upon whom process against said corporation may be served in said state, none of the other corporations parties hereto is doing business in said state;

WHEREAS, the registered office in the Commonwealth of Pennsylvania of Limestone is at 243 East Washington Street, New

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Castle, Lawrence County, the registered office in said state of each of U. S. Steel, American Bridge and Oil Well is at 525 William Penn Place, Pittsburgh, Allegheny County, the registered office in said state of each of American Steel and Tube is at Frick Building, 440 Fifth Avenue, Pittsburgh, Allegheny County, the registered office in said state of Consolidated is c/o C T Corporation System, Oliver Building, 535 Smithfield Street, Pittsburgh, Allegheny County, the registered office in said state of Gerrard and Steel Supply is c/o The Corporation Trust Company, Oliver Building, 535 Smithfield Street, Pittsburgh, Allegheny County, and the Secretary of the Commonwealth is the person designated to accept service of process against each of said corporations in said state; none of the other corporations parties hereto is doing business in said state,

WHEREAS, the registered office in the State of Minnesota of Oliver is at Wolvin Building, Duluth, St. Louis County, the registered office in said state of each of U. S. Steel and Steel Supply is at First National Bank Building, St. Paul, Ramsey County, and The Corporation Trust Company is the registered agent therein and in charge thereof upon whom process against each of said corporations may be served in said state; the registered office of American Bridge in said state is at First National Bank Building, St. Paul, Ramsey County and C T Corporation System, Inc., is the registered agent therein and in charge

thereof upon whom process against said corporation may be served in said state, the registered office of American Steel in said state is at Alworth Building, Duluth, St. Louis County, and The Corporation Trust Company is the registered agent therein and in charge thereof upon whom process against said corporation may be served in said state, none of the other corporations parties hereto is doing business in said state,

WHEREAS, the principal office and place of business in the State of Alabama of each of Tennessee and Universal is at Fairfield, Jefferson County, and A. V. Wiebel is the registered agent therein and in charge thereof upon whom process against each of said corporations may be served in said state, the principal office and place of business in said state of U. S. Steel is at First National Bank Building, Montgomery, Montgomery County, and Fred S. Ball, Jr., and Richard A. Ball are the registered agents therein and in charge thereof upon whom process against said corporation may be served in said state, the principal office and place of business in said state of each of American Bridge and Virginia Bridge is at First National Bank Building, Montgomery, Montgomery County, and Fred S. Ball, Jr., is the registered agent therein and in charge thereof upon whom process against each of said corporations may be served in state, the principal office and place of business of American Steel in said state is at Brown-Marx Building, Birmingham, Jefferson County, and Augustus Benners is the registered agent therein and in charge thereof upon whom process against said corporation may be served in said state, none of the other corporations parties hereto is doing business in said state,

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WHEREAS, U S Steel, under its Certificate of Incorporation, as amended, has an authorized capital stock of nine hundred and forty thousand (940,000) shares of common stock, without par value, all of one class, of which nine hundred thirty-three thousand six hundred eighty (933,680) shares have been duly issued and are now outstanding;

WHEREAS, American Bridge, under its Certificate of Incorporation, as amended, has an authorized capital stock of one hundred thousand (100,000) shares of common stock without par value, all of one class, all of which shares have been duly issued and are now outstanding;

WHEREAS, American Steel, under its Certificate of Incorporation, as amended, has an authorized capital stock of five hundred fifty-five thousand fifty-nine (555,059) shares of common stock without par value, all of one class, of which five hundred thousand (500,000) shares have been duly issued and are now outstanding;

WHEREAS, Tube, under its Certificate of Incorporation, as amended, has an authorized capital stock of three hundred fifty thousand (350,000) shares of common stock without par value, all of one class, all of which shares have been duly issued and are now outstanding;

WHEREAS, Oil Well, under its Certificate of Incorporation, as amended, has an authorized capital stock of one hundred fifty thousand (150,000) shares of common stock without par value, all of one class, of which one hundred forty thousand (140,000) shares have been duly issued and are now outstanding,

WHEREAS, Universal, under its Certificate of Incorporation, as amended, has an authorized capital stock of one thousand (1,000) shares of common stock without par value, all of one class, all of which shares have been duly issued and are now outstanding;

WHEREAS, Virginia Bridge, under its Charter, as amended, has an authorized capital stock of twenty-five thousand (25,000) shares of common stock without par value, all of one class, of which five thousand (5,000) shares have been duly issued and are now outstanding,

WHEREAS, Columbia, under its Certificate of Incorporation, as amended, has an authorized capital stock of thirty-two million dollars (\$32,000,000), divided into three hundred twenty thousand (320,000) shares of common stock of the par value of one hundred dollars (\$100) per share, all of one class, all of which shares have been duly issued and are now outstanding,

WHEREAS, Consolidated, under its Certificate of Incorporation, as amended, has an authorized capital stock of three hundred thousand (300,000) shares of common stock without par value, all of one class, of which one hundred fifty thousand (150,000) shares have been duly issued and are now outstanding,

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WHEREAS, Geneva, under its Certificate of Incorporation, as amended, has an authorized capital stock of five million dollars (\$5,000,000), divided into fifty thousand (50,000) shares of common stock of the par value of one hundred dollars (\$100) per share, all of one class, all of which shares have been duly issued and are now outstanding,

WHEREAS, Gerrard, under its Certificate of Incorporation, as amended, has an authorized capital stock of one million dollars (\$1,000,000), divided into one hundred thousand (100,000) shares of common stock of the par value of ten dollars (\$10) per share, all of one class, of which thirty thousand (30,000) shares have been duly issued and are now outstanding,

WHEREAS, Pittsburgh, under its Certificate of Incorporation, as amended, has an authorized capital stock of five thousand (5,000) shares of common stock without par value, all of one class, of which one thousand (1,000) shares have been duly issued and are now outstanding,

WHEREAS, Products, under its Certificate of Incorporation, as amended, has an authorized capital stock of twenty thousand (20,000) shares of common stock without par value, all of one class, all of which shares have been duly issued and are now outstanding;

WHEREAS, Bradley, under its Certificate of Incorporation, as amended, has an authorized capital stock of one million five hundred thousand dollars (\$1,500,000), divided into fifteen thousand (15,000) shares of common stock of the par value of one hundred

dollars (\$100) per share, all of one class, all of which shares have been duly issued and are now outstanding,

WHEREAS, Illinois Steel, under its Articles of Incorporation, as amended, has an authorized capital stock of one hundred thousand dollars (\$100,000), divided into one thousand (1,000) shares of common stock of the par value of one hundred dollars (\$100) per share, all of one class, all of which shares have been duly issued and are now outstanding,

WHEREAS, Steel Supply, under its Articles of Incorporation, as amended, has an authorized capital stock of eleven million dollars (\$11,000,000), divided into one hundred ten thousand (110,000) shares of common stock of the par value of one hundred dollars (\$100) per share, all of one class, of which fifty thousand (50,000) shares have been duly issued and are now outstanding,

WHEREAS, Limestone, under its Articles of Incorporation, as amended, has an authorized capital stock of two hundred forty thousand dollars (\$240,000), divided into two thousand four hundred (2,400) shares of common stock of the par value of one hundred dollars (\$100) per share, all of one class, all of which shares have been duly issued and are now outstanding,

WHEREAS, Oliver, under its Articles of Incorporation, as amended, has an authorized capital stock of five million dollars

(\$5,000,000), divided into fifty thousand (50,000) shares of common stock of the par value of one hundred dollars (\$100) per share, all of one class, of which sixteen thousand five hundred forty-seven and twenty-five thousandths (16,547 025) shares have been duly issued and are now outstanding,

WHEREAS, Tennessee, under its Charter, as amended, has an authorized capital stock of forty-nine million seven hundred fifty-one thousand seven hundred dollars (\$49,751,700), divided into four hundred ninety-seven thousand five hundred seventeen (497,517) shares of common stock of the par value of one hundred dollars (\$100) per share, all of one class, of which three hundred twenty-five thousand two hundred eighty and one hundred seventy-five thousandths (325,280 175) shares have been duly issued and are now outstanding;

WHEREAS, the nineteen merging corporations are owned by the same interests and are organized for the purpose of carrying on businesses of a similar nature, and it is deemed advisable, in order to promote the general welfare of said corporations and the welfare of their several and respective stockholders, to merge American Bridge, American Steel, Tube, Oil Well, Universal and Virginia Bridge (New Jersey corporations), Columbia, Consolidated, Geneva, Gerrard, Pittsburgh and Products (Delaware corporations), Bradley (a West Virginia corporation), Illinois Steel and Steel Supply (Illinois corporations), Limestone (a Pennsylvania

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corporation), Oliver (a Minnesota corporation) and Tennessee (an Alabama corporation) into U. S. Steel (a New Jersey corporation) under and pursuant to the provisions of Title 14 Corporations, General of the Revised Statutes of New Jersey, 1937, as amended, and particularly Chapter 12 (R.S. 14 12-1 to 14 12-9, inclusive) thereof, the General Corporation Law of the State of Delaware, as amended, and particularly Section 59 thereof, Article I of Chapter 31 of the West Virginia Code of 1931, as amended, and particularly Sections 63 and 63a thereof, The Business Corporation Act of Illinois, 1933, as amended, and particularly Sections 61 to 70, inclusive, thereof, the Business Corporation Law of the Commonwealth of Pennsylvania (Acts of 1933, P.L. 364), as amended, and particularly Article IX, Sections 901 to 908, inclusive, thereof; the Minnesota Business Corporation Act (Chapter 300 of the Session Laws of Minnesota for 1933), as amended, and particularly Sections 301.41 to 301.45, inclusive, thereof, and the General Corporation Law of Alabama (Title 10 of the Code of Alabama, 1940), as amended, and particularly Chapter 5 thereof,

WHEREAS, the merger into U S. Steel of the others of the New Jersey corporations, the Delaware corporations, Bradley, the Illinois corporations, Limestone, Oliver, and Tennessee is authorized by the laws of the states of New Jersey, Delaware, West Virginia, Illinois, Pennsylvania, Minnesota and Alabama,

WHEREAS, the laws of the states of New Jersey, Delaware, West Virginia, Minnesota and Alabama provide for an Agreement of Merger, the laws of the State of Illinois permit the filing of an Agreement of Merger in the form of the Agreement of Merger provided for by the laws of the aforesaid five states, when accompanied by Articles of Merger pursuant to the laws of the State of Illinois, and the laws of the Commonwealth of Pennsylvania provide for a Plan of Merger and Articles of Merger, accordingly this Agreement of Merger will be filed in the states of New Jersey, Delaware, West Virginia, Minnesota and Alabama, said Agreement of Merger and Articles of Merger pursuant to the laws of Illinois will be filed in the State of Illinois and Articles of Merger, setting forth, inter alia, a Plan of Merger, will be filed in the Commonwealth of Pennsylvania, -and recorded as required by law, and

WHEREAS, the parties hereto have agreed upon the terms and conditions of such merger hereinafter set forth

NOW, THEREFORE, in consideration of the premises and the mutual agreements, provisions, covenants and grants herein contained,

American Bridge Company, The American Steel and Wire Company of New Jersey, National Tube Company, Oil Well Supply Company, Universal Exploration Company, Virginia Bridge Company (New Jersey corporations), Columbia Steel Company, Consolidated Western Steel Corporation, Geneva Steel Company, Gerrard Steel

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Strapping Company, Pittsburgh Steamship Company, United States Steel Products Company (Delaware corporations), Bradley Transportation Company (a West Virginia corporation), Illinois Steel Company, United States Steel Supply Company (Illinois corporations), Michigan Limestone & Chemical Company (a Pennsylvania corporation), Oliver Iron Mining Company (a Minnesota corporation) and Tennessee Coal, Iron and Railroad Company (an Alabama corporation) DO BY THESE PRESENTS MERGE THEMSELVES INTO United States Steel Company (a New Jersey corporation) and United States Steel Company DOES HEREBY MERGE INTO ITSELF each of the aforesaid six New Jersey corporations, the aforesaid six Delaware corporations, the aforesaid West Virginia corporation, the aforesaid two Illinois corporations, the aforesaid Pennsylvania corporation, the aforesaid Minnesota corporation and the aforesaid Alabama corporation, and said nineteen corporations hereby agree and covenant to become a single merged corporation possessing all and singular the rights, privileges, powers and franchises, as well of a public as of a private nature, and all property and assets, real, personal and mixed, and each and every other interest of each of the said nineteen corporations, pursuant to the laws of the states of New Jersey, Delaware, West Virginia, Illinois, Pennsylvania, Minnesota, and Alabama, herein mentioned;

And the parties hereto, by these presents, do agree upon and prescribe the terms and conditions of said merger and the mode of carrying the same into effect, which terms and conditions and mode of carrying the same into effect the parties mutually and severally agree and covenant to observe, keep and perform, - that is to say -

ARTICLE I

United States Steel Company, a New Jersey corporation, into which American Bridge, American Steel, Tube, Oil Well, Universal, Virginia Bridge, Columbia, Consolidated, Geneva, Gerrard, Pittsburgh, Products, Bradley, Illinois Steel, Steel Supply, Limestone, Oliver and Tennessee are hereby merged, as aforesaid, shall be the corporation continuing after the merger (hereinafter sometimes referred to as the "Surviving Corporation").

ARTICLE II

The principal office of the Surviving Corporation in the State of New Jersey shall be at No. 51 Newark Street, City of Hoboken, Hudson County, and Hudson Trust Company shall be the agent therein and in charge thereof upon whom process against the said corporation may be served in said state.

ARTICLE III

The number of the directors from time to time shall be as provided in the By-Laws of the Surviving Corporation. The number and designations of the officers from time to time shall be as provided in the By-Laws of the Surviving Corporation and in resolutions of the Board of Directors of the Surviving Corporation

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The number, names and post-office addresses of the first directors and the number, names, offices and post-office addresses of the first officers of the Surviving Corporation, are as follows

The number of the first directors is eighteen and their names and post-office addresses are as follows

<u>Name</u>	<u>Post-Office Address</u>
B F Fairless	Pittsburgh, Pa
C F Hood	Pittsburgh, Pa
D F Austin	Pittsburgh, Pa
R M Blough	Pittsburgh, Pa
M W Reed	Pittsburgh, Pa
G W Rooney	Pittsburgh, Pa
R C Cooper	Pittsburgh, Pa
J E Goble	Pittsburgh, Pa
C A Ilgenfritz	Pittsburgh, Pa
H B Jordan	Cleveland, Ohio
F K McDanel	Pittsburgh, Pa
L M Parsons	Washington, D C
E G Plowman	Pittsburgh, Pa
A G Roach	Los Angeles, Calif
B S Smith	New York, N Y
J A Stephens	Pittsburgh, Pa
A V Wiebel	Birmingham, Ala
A C Wilby	Chicago, Ill

The number of the first officers is seven and their names, offices and post-office addresses are as follows

<u>Name</u>	<u>Office</u>	<u>Post-Office Address</u>
B F Fairless	President	Pittsburgh, Pa
C F Hood	Executive Vice President- Operations	Pittsburgh, Pa
D F Austin	Executive Vice President- Commercial	Pittsburgh, Pa
R M Blough	Executive Vice President- Law and Secretary	Pittsburgh, Pa
M W Reed	Executive Vice President- Engineering and Raw Materials	Pittsburgh, Pa
G W Rooney	Executive Vice President- Accounting	Pittsburgh, Pa
R W Hyde	Treasurer	Pittsburgh, Pa

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Said first directors and first officers of the Surviving Corporation shall hold office until their successors are chosen or appointed either according to law or the By-Laws of the Surviving Corporation.

The directors shall be elected at the annual meeting of the stockholders to be held at the time and place provided in the By-Laws of the Surviving Corporation and, unless his office is sooner terminated by death or other cause, each director shall hold office until the next annual meeting of the stockholders following his election or until his successor shall have been elected and shall qualify.

The officers shall be elected by the directors as soon as conveniently may be after the election of the directors at the annual meeting of the stockholders, and otherwise as may be provided in the By-Laws of the Surviving Corporation

ARTICLE IV

The total authorized capital stock of the Surviving Corporation is nine hundred forty thousand (940,000) shares of common stock, without par value, all of one class. The rights, terms and conditions of said shares of the Surviving Corporation shall be the same as those of or applying to the 933,680 shares of United States Steel Company (a New Jersey corporation) now outstanding.

ARTICLE V

The manner and basis of converting the shares of stock of the nineteen corporations which are hereby merged into the capital stock of the Surviving Corporation are as follows

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Inasmuch as United States Steel Corporation, a New Jersey corporation, is the owner of all of the issued and outstanding stock of the nineteen corporations parties hereto, except qualifying shares of directors, the outstanding stock of each of the merging corporations other than United States Steel Company shall forthwith be surrendered and cancelled, and, upon this agreement becoming effective, the certificates for stock of each of said merging corporations other than United States Steel Company shall be void and no shares of the Surviving Corporation shall be issued therefor. The outstanding shares of stock of United States Steel Company shall not be surrendered or cancelled, but shall continue unchanged and shall constitute the outstanding shares of the capital stock of the Surviving Corporation.

ARTICLE VI

The Surviving Corporation, in addition to the powers conferred by statute, shall have the powers, privileges and rights granted by, and shall be subject to and be governed by, the Amended Certificate of Incorporation of United States Steel Company, a New Jersey corporation, filed in the office of the Secretary of State of New Jersey on November 30, 1951, except as otherwise provided in this agreement or as the same may be modified in and by this agreement. A copy of said Amended Certificate of Incorporation is hereto annexed, marked "Exhibit A" and made a part hereof. Except in so far as herein otherwise specifically set forth, or as provided by statute, the corporate franchises, rights and

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organization of United States Steel Company, a New Jersey corporation, shall remain in effect. The corporate name, organization and existence of each of the other New Jersey corporations, the Delaware corporations, Bradley, the Illinois corporations, Limestone, Oliver and Tennessee, except in so far as the same may continue by statute, shall cease upon the effective date of this agreement

ARTICLE VII

The By-Laws of the Surviving Corporation shall be the present By-Laws of United States Steel Company, a New Jersey corporation, until changed or amended as therein provided.

ARTICLE VIII

Upon the consummation of the act of merger herein provided for, all and singular the rights, privileges, powers and franchises, both of a public and a private nature, of each of the eighteen corporations which are hereby merged into United States Steel Company, a New Jersey corporation, and all property and assets, real, personal and mixed, and all debts due on whatever account, and each and every other interest and all manner of things in action of or belonging to each of said eighteen corporations shall be vested in the Surviving Corporation, and all property, rights, privileges, powers and franchises, and all and every other interest, of each of said nineteen corporations shall thereafter be as effectually the property of the Surviving Corporation as they were of said nineteen merging corporations, and the title to any and all real estate, whether by deed or otherwise, vested in any of said nineteen merging corporations shall not revert or be in any way

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impaired by reason of the said merger, provided that all rights of creditors and all liens upon the property of each of said nineteen merging corporations shall be preserved unimpaired, and said merging corporations shall be deemed to continue in existence in order to preserve the same, and all debts, liabilities, obligations, restrictions and duties of each of said merging corporations shall forthwith attach to the Surviving Corporation and may be enforced against it to the same extent as if said debts, liabilities, obligations, restrictions and duties had been incurred or contracted by it, it being expressly provided that the merger of said merging corporations shall not in any manner impair the rights of any creditor or creditors of any of said merging corporations.

It is expressly understood and agreed that the Surviving Corporation shall assume, and, effective as of the consummation of the merger, the Surviving Corporation hereby does assume, all of the liabilities and obligations of each of said eighteen corporations, including any ~~tax~~ liabilities or obligations arising out of or with respect to the corporate existence or privileges granted to, and property owned or operations carried on by any one or more of said eighteen corporations prior to the merger, and that the Surviving Corporation shall be responsible for said liabilities and obligations in the same manner as if the Surviving Corporation itself had incurred such liabilities and obligations

It is expressly declared that the Surviving Corporation shall be, and United States Steel Company, a New Jersey corporation, hereby covenants that, as merged with said eighteen corporations, it shall be, governed by the laws of the State of New Jersey and

795

subject to the remedies and liabilities in any such case prescribed in Title 14 Corporations, General of the Revised Statutes of New Jersey, 1937, as amended.

ARTICLE IX

The Surviving Corporation shall pay all expenses of the merger

ARTICLE X

The amount of the stated capital with which the Surviving Corporation will begin business is the sum of \$93,368,000

ARTICLE XI

This agreement shall be submitted to the stockholders of each of said nineteen merging corporations as provided by law and shall take effect and shall be deemed and taken to be the agreement and act of merger of said nineteen merging corporations upon the adoption thereof by the votes of the holders of not less than two-thirds of all the shares of the capital stock of each of said nineteen merging corporations and upon the doing of such other acts and things as shall be required, in order to make this agreement effective, by Title 14 Corporations, General of the Revised Statutes of New Jersey, 1937, as amended, and particularly Chapter 12 (R S 14 12-1 to 14 12-9, inclusive) thereof, the General Corporation Law of the State of Delaware, as amended, and particularly Section 59 thereof; Article I of Chapter 31 of the West Virginia Code of 1931, as amended, and particularly Sections 63 and 63a thereof, The Business Corporation Act of Illinois, 1933, as amended, and particularly Sections 61 to 70, inclusive, thereof, the Business

791

Corporation Law of the Commonwealth of Pennsylvania (Acts of 1933, P. L. 364), as amended, and particularly Article IX, Sections 901 to 908, inclusive, thereof, the Minnesota Business Corporation Act (Chapter 300 of the Session Laws of Minnesota for 1933), as amended, and particularly Sections 301 41 to 301 45, inclusive, thereof, and the General Corporation Law of Alabama (Title 10 of the Code of Alabama, 1940), as amended, and particularly Chapter 5 thereof

ARTICLE XII

The Surviving Corporation may be served with process in the State of Delaware in any proceeding for the enforcement of any obligation of the Delaware corporations, namely, Columbia, Consolidated, Geneva, Gerrard, Pittsburgh and Products, constituent corporations in the said merger, or any of them, and in any proceeding for enforcement of any obligation of the Surviving Corporation arising from the merger, including any amount fixed by appraisers pursuant to the provisions of Section 61 of Chapter 65 of the Revised Code of Delaware relating to corporations, and United States Steel Company, a New Jersey corporation, the corporation which will survive said merger, does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any action for the enforcement of payment of any such obligation or any amount fixed by appraisers as aforesaid, and hereby specifies that the address to which a copy of such process should be mailed by the Secretary of State of Delaware is 525 William Penn Place, Pittsburgh, Pennsylvania, and agrees

that service of such process may be made by personally delivering to and leaving with the Secretary of State of Delaware duplicate copies of such process, one of which copies the Secretary of State of Delaware shall forthwith send by registered mail to said Surviving Corporation at the above specified address.

ARTICLE XIII

United States Steel Company, the Surviving Corporation, hereby irrevocably appoints the Secretary of State of the State of Minnesota as the agent of said Surviving Corporation to accept service of process in any suit or other proceeding for enforcement of any obligation of Oliver Iron Mining Company, the only constituent corporation which is a domestic corporation of the State of Minnesota, as well as for enforcement of any obligation resulting from the provisions of Section 301.44 of Minnesota Statutes 1949, as amended by Chapter 98, Laws of Minnesota of 1951, relating to the rights of shareholders dissenting or objecting to the proposal to merge. The Surviving Corporation hereby specifies the address to which a copy of such process may be mailed by said Secretary of State of Minnesota as United States Steel Company, 700 Wolvin Building, Duluth 2, Minnesota.

IN WITNESS WHEREOF, the directors of each of said merging corporations, parties to this agreement, have signed this agreement and act of merger under the respective corporate seals of said corporations the day and year first above written

800

B F Fairless

D F Austin

R M Blough

R C Cooper

J E Noble

C F Hood

C. A. Eigenfritz

H B Jordan

J K McDaniel

L M Parsons

E G Plowman

M W Reed

A G Roach

G W Rooney

801

B. S. Smith
B. S. Smith

J. A. Stephens
J. A. Stephens

A. V. Wiebel
A. V. Wiebel

A. C. Wilby
A. C. Wilby

R. E. Zimmerman
R. E. Zimmerman

Attest

M. M. Lough
Secretary

(being all of the directors
of United States Steel
Company, organized under
the laws of the State of
New Jersey)

902

C W Doerr
K McDanel

H B Obbard

A J Paddock

S P Small

Attest

Rachaw
Secretary

(being all of the directors
of American Bridge Company,
organized under the laws
of the State of New Jersey)

803

R W Berrett
R. W. Berrett

R M Braund
R. M. Braund

J J Farrell
J. J. Farrell

H M Francis
H. M. Francis

R H Haley
R. H. Haley

H B Jordan
H. B. Jordan

F Mumpford
F. Mumpford

R E Pinniger
R. E. Pinniger

Attest

Secretary
Secretary

(being all of the directors
of The American Steel and
Wire Company of New Jersey,
organized under the laws of
the State of New Jersey)

804

J E Goble
J E Goble

H J Hirschman
H J Hirschman

W F McConnor
W F McConnor

E G Price
E G Price

L C Simmons
L C Simmons

Attest

Secretary
Secretary

(being all of the directors
of National Tube Company,
organized under the laws
of the State of New Jersey)

305

D H Barr
D H Barr

J E Goble
J E Goble

G F Goetzinger
G F Goetzinger

E F Knaute
E F Knaute

F F Murray
F F Murray

R W Rager
R W Rager

L E Tracy
L E Tracy

Attest

J C. Brown
Secretary

(being all of the directors
of Oil Well Supply Company,
organized under the laws
of the State of New Jersey)

H A Greene

John Pugsley

C R Sexton

J M Spearman

A V Wiebel

Attest

C R Sexton
Secretary

(being all of the directors
of Universal Exploration
Company, organized under
the laws of the State of
New Jersey)

9.07

H. A. Davies
H. A. Davies

M. E. Chapman
M. E. Chapman

H. S. Dance
H. S. Dance

A. H. Grimes
A. H. Grimes

F. K. McDanel
F. K. McDanel

Attest

W. M. Martin
Secretary

(being all of the directors
of Virginia Bridge Company,
organized under the laws
of the State of New Jersey)

809

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CONFIDENTIAL

~~SECRET~~
CONFIDENTIAL

~~SECRET~~
CONFIDENTIAL

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CONFIDENTIAL

~~SECRET~~
CONFIDENTIAL

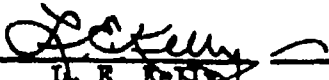
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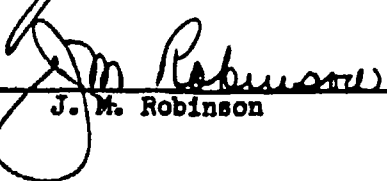
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D. E. Kelly

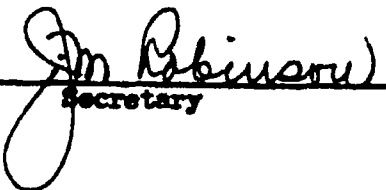


R. G. Roach



J. M. Robinson

Attest



Secretary

(being all of the directors
of Consolidated Western Steel
Corporation, organized under
the laws of the State of
Delaware)

E. R. Friedley
F. R. Friedley

M. L. Heald
M. L. Heald

L. J. Westhaver
L. J. Westhaver

J. Wohlwend
J. Wohlwend

Attest

M. L. Heald
Secretary

(being a 1 of the 1125 m-
of e eye Stern company
up and under the laws
of the State of New York)

R G Lane

R. G. Lane

W. B. Renois

W. B. Renois

W. H. Velde

W. H. Velde

H. G. Walter

H. G. Walter

V. F. Zarembo

V. F. Zarembo

Attest

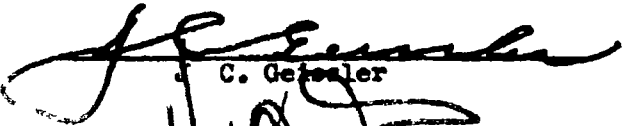
G. Smith

Secretary

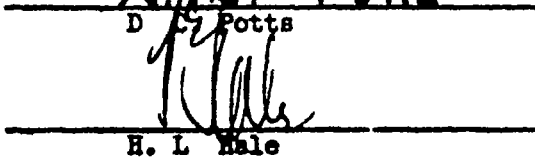
(being all of the directors
of Gerrard Steel Strapping
Company, organized under
the laws of the State of
Delaware)

31


W. C. Hemingway

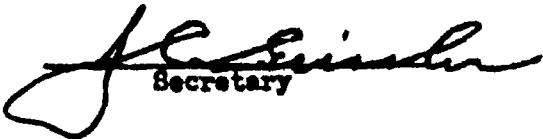

C. Geisler


D. C. Potts


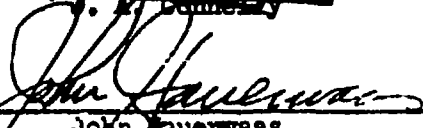
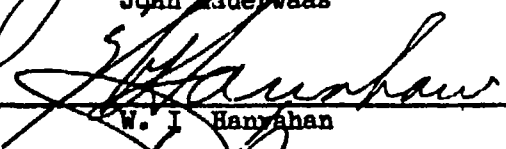

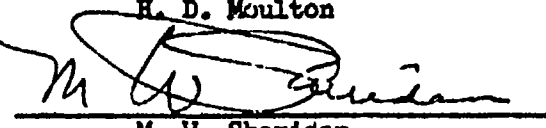

H. L. Hale


A. C. Toppfer

Attest


Secretary



(being all of the directors
of Pittsburgh Steamship
Company, organized under
the laws of the State of
Delaware)


J. P. Kennedy

John Hauervaa

W. I. Hanyahan

H. D. Moulton

M. W. Sheridan


Attest


Secretary

(being all of the directors
of United States Steel
Products Company, organized
under the laws of the State
of Delaware)

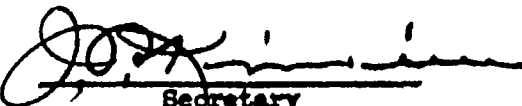

J. J. Fisher

F. J. Fisch


J. P. Kinville


H. S. Lewis


F. Platz

Attest


Secretary

(being all of the directors of
Bradley Transportation Company,
organized under the laws of the
State of West Virginia)

815

G. A. Davis

G A Davis

H G Irons

H G Irons

G W Rooney

G W Rooney

R C Stevenson

R C Stevenson

A C. Wilby

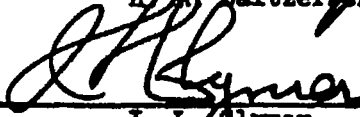
A C. Wilby

Attest

[Signature]
Secretary


(being all of the directors of
Illinois Steel Company, organized
under the laws of the State of
Illinois)


H. R. Baltzer


I. L. Glynn


J. P. Kinville


H. S. Lewis


H. W. Lewis


J. G. Patterson, II


C. F. Platz

Attest


Secretary

(being all of the directors of
Michigan Limestone & Chemical
Company, organized under the
laws of the State of Pennsylvania)

12

R. T. Elstad
R T Elstad

R B Henley
R B Henley

J E Machamer
J E Machamer

W L Maxson
W L Maxson

A R Morton
A R Morton

Attest

A. R. Morton
Secretary

(being all of the directors of
Oliver Iron Mining Company,
organized under the laws of
the State of Minnesota)

819

M H Geisking
M H Geisking

H A Greene
H A Greene

John Pugsley
John Pugsley

C R Sexton
C R Sexton

M Spearman
M Spearman

A V Wiebel
A V Wiebel

Attest

C R Sexton
Secretary

(being all of the directors of
Tennessee Coal, Iron and Railroad
Company, organized under the laws
of the State of Alabama)

83'

CERTIFICATE

I, R. W. Blough, Secretary of United States Steel Company, a corporation organized and existing under and by virtue of the laws of the State of New Jersey, do hereby certify in accordance with Title 14 Corporations, General of the Revised Statutes of New Jersey, 1937, as amended, and particularly R.S. 14 12-3 thereof; the General Corporation Law of the State of Delaware, as amended, and particularly Section 59 thereof; Article I of Chapter 31 of the West Virginia Code of 1931, as amended, and particularly Sections 63 and 63a thereof; the Minnesota Business Corporation Act (Chapter 300 of the Session Laws of Minnesota for 1933), as amended, and particularly Section 301.42 thereof; and the General Corporation Law of Alabama (Title 10 of the Code of Alabama, 1940), as amended, and particularly Section 95 of Chapter 5 thereof, that:

1. The foregoing Agreement of Merger (herein sometimes referred to as the "agreement") by and between United States Steel Company, American Bridge Company, The American Steel and Wire Company of New Jersey, National Tube Company, Oil Well Supply Company, Universal Exploration Company and Virginia Bridge Company (New Jersey corporations), Columbia Steel Company, Consolidated Western Steel Corporation, Geneva Steel Company, Gerrard Steel Strapping Company, Pittsburgh Steamship Company and United States Steel Products Company (Delaware corporations), Bradley Transportation Company (a West Virginia corporation), Illinois

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Steel Company and United States Steel Supply Company (Illinois corporations); Michigan Limestone & Chemical Company (a Pennsylvania corporation), Oliver Iron Mining Company (a Minnesota corporation) and Tennessee Coal, Iron and Railroad Company (an Alabama corporation) was entered into by the directors of said United States Steel Company, under the corporate seal of said corporation, pursuant to resolutions adopted by the Board of Directors of said United States Steel Company at a meeting duly held on the 7th day of December, 1951, at which a special meeting of the stockholders of said corporation was called in accordance with the By-Laws, to be held on the 7th day of December, 1951, for the purpose of taking the same into consideration, which resolutions also authorized the President or any Vice President and the Secretary or any Assistant Secretary to sign, under the corporate seal of said corporation, and acknowledge said agreement on behalf of said corporation.

2. Said agreement was duly submitted to the stockholders of said United States Steel Company at a special meeting thereof, duly held at the office of said corporation, No 525 William Penn Place, Pittsburgh, Allegheny County, Pennsylvania, on December 7, 1951, on written waiver of all notice required by law signed by all of the stockholders of said corporation, for the purpose of taking the same into consideration

3 Said agreement was considered by the stockholders at said meeting and a vote of said stockholders was duly taken,

8 2

by ballot, for the adoption or rejection of said agreement, each share of stock entitling the holder thereof to one vote, and the ballots of the stockholders were duly cast by the stockholders in person, or by duly constituted proxies; the ballots of the stockholders of said corporation so cast having been duly canvassed, it was found and declared that the holders of nine hundred thirty-three thousand six hundred eighty (933,680) shares of stock, being all and more than a majority and more than two-thirds of the issued and outstanding capital stock of said corporation, voted for, and the holders of no shares voted against, the adoption of said agreement Thereupon said agreement was declared duly adopted by the stockholders of said corporation

4. Said meeting of the stockholders of said United States Steel Company and said vote by ballot upon the adoption of said agreement were held and taken separately from the meetings at which votes of the stockholders of each of the other eighteen corporations, parties to said agreement

5 Articles of Merger conforming to the requirements of the Business Corporation Law of the Commonwealth of Pennsylvania (Acts of 1933, P L 364), as amended, and particularly Article IX, Sections 901 to 908, inclusive, thereof will be executed by each of the nineteen corporations, parties to said agreement, and will be filed in the State of Pennsylvania, and Articles of Merger conforming to the requirements of The Business Corporation Act

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of Illinois, 1933, as amended, and particularly Sections 61 to 70, inclusive, thereof will be executed by each of said nineteen corporations, and will be filed, together with said agreement, in the State of Illinois.


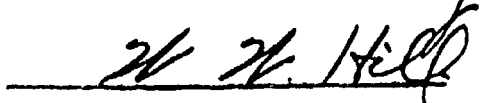
6 Said agreement will be filed in Illinois along with said Articles of Merger to be filed in Illinois, in conformity with the laws of Illinois

7 The principal office of said United States Steel Company is at No. 51 Newark Street, Hoboken, Hudson County, New Jersey, and Hudson Trust Company is the agent therein and in charge thereof upon whom process against said corporation may be served within said state

IN WITNESS WHEREOF, I have hereunto signed my name as Secretary and affixed the seal of said United States Steel Company this 7th day of December, 1951


Secretary

Signed, sealed and delivered
in the presence of

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CERTIFICATE

I, R A Shaw, Secretary of American Bridge Company, a corporation organized and existing under and by virtue of the laws of the State of New Jersey, do hereby certify in accordance with Title 14 Corporations, General of the Revised Statutes of New Jersey, 1937, as amended, and particularly R S 14 12-3 thereof, the General Corporation Law of the State of Delaware, as amended, and particularly Section 59 thereof, Article I of Chapter 31 of the West Virginia Code of 1931, as amended, and particularly Sections 63 and 63a thereof, the Minnesota Business Corporation Act (Chapter 300 of the Session Laws of Minnesota for 1933), as amended, and particularly Section 301.42 thereof, and the General Corporation Law of Alabama (Title 10 of the Code of Alabama, 1940), as amended, and particularly Section 95 of Chapter 5 thereof, that

1 The foregoing Agreement of Merger (herein sometimes referred to as the "agreement") by and between United States Steel Company, American Bridge Company, The American Steel and Wire Company of New Jersey, National Tube Company, Oil Well Supply Company, Universal Exploration Company and Virginia Bridge Company (New Jersey corporations), Columbia Steel Company, Consolidated Western Steel Corporation, Geneva Steel Company, Gerrard Steel Strapping Company, Pittsburgh Steamship Company and United States Steel Products Company (Delaware corporations), Bradley Transportation Company (a West Virginia corporation), Illinois Steel Company and United States Steel Supply Company

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(Illinois corporations), Michigan Limestone & Chemical Company (a Pennsylvania corporation), Oliver Iron Mining Company (a Minnesota corporation) and Tennessee Coal, Iron and Railroad Company (an Alabama corporation) was entered into by the directors of said American Bridge Company, under the corporate seal of said corporation, pursuant to resolutions adopted by the Board of Directors of said American Bridge Company at a meeting duly held on the 3rd day of December, 1951, at which a special meeting of the stockholders of said corporation was called in accordance with the By-Laws, to be held on the 7th day of December, 1951, for the purpose of taking the same into consideration, which resolutions also authorized the President or any Vice President and the Secretary or any Assistant Secretary to sign, under the corporate seal of said corporation, and acknowledge said agreement on behalf of said corporation

2 Said agreement was duly submitted to the stockholders of said American Bridge Company at a special meeting thereof, duly held at the office of said corporation, No. 525 William Penn Place, Pittsburgh, Allegheny County, Pennsylvania, on December 7, 1951, on written waiver of all notice required by law signed by all of the stockholders of said corporation, for the purpose of taking the same into consideration

3. Said agreement was considered by the stockholders at said meeting and a vote of said stockholders was duly taken, by ballot, for the adoption or rejection of said agreement, each share of stock entitling the holder thereof to one vote,

42 61

and the ballots of the stockholders were duly cast by the stockholders in person, or by duly constituted proxies, the ballots of the stockholders of said corporation so cast having been duly canvassed, it was found and declared that the holders of one hundred thousand (100,000) shares of stock, being all and more than a majority and more than two-thirds of the issued and outstanding capital stock of said corporation, voted for, and the holders of no shares voted against, the adoption of said agreement. Thereupon said agreement was declared duly adopted by the stockholders of said corporation.

4 Said meeting of the stockholders of said American Bridge Company and said vote by ballot upon the adoption of said agreement were held and taken separately from the meetings and votes of the stockholders of each of the other eighteen corporations, parties to said agreement.

5 Articles of Merger conforming to the requirements of the Business Corporation Law of the Commonwealth of Pennsylvania (Acts of 1933, P. L. 364), as amended, and particularly Article IX, Sections 901 to 908, inclusive, thereof will be executed by each of the nineteen corporations, parties to said agreement, and will be filed in the State of Pennsylvania, and Articles of Merger conforming to the requirements of The Business Corporation Act of Illinois, 1933, as amended, and particularly Sections 61 to 70, inclusive, thereof will be executed by each of said nineteen

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corporations, and will be filed, together with said agreement, in the State of Illinois

6 Said agreement will be filed in Illinois along with said Articles of Merger to be filed in Illinois, in conformity with the laws of Illinois

7 The principal office of said American Bridge Company is at No 51 Newark Street, Hoboken, Hudson County, New Jersey, and Hudson Trust Company is the agent therein and in charge thereof upon whom process against said corporation may be served within said state

IN WITNESS WHEREOF, I have hereunto signed my name as Secretary and affixed the seal of said American Bridge Company this 7th day of December, 1951

Rashaw
Secretary

Signed, sealed and delivered
in the presence of

C. M. Boyne
E. W. Mallick

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CERTIFICATE

I, O P. Moon, Secretary of The American Steel and Wire Company of New Jersey, a corporation organized and existing under and by virtue of the laws of the State of New Jersey, do hereby certify in accordance with Title 14 Corporations, General of the Revised Statutes of New Jersey, 1937, as amended, and particularly R S 14 12-3 thereof; the General Corporation Law of the State of Delaware, as amended, and particularly Section 59 thereof, Article I of Chapter 31 of the West Virginia Code of 1931, as amended, and particularly Sections 63 and 63a thereof, the Minnesota Business Corporation Act (Chapter 300 of the Session Laws of Minnesota for 1933), as amended, and particularly Section 301 42 thereof, and the General Corporation Law of Alabama (Title 10 of the Code of Alabama, 1940), as amended, and particularly Section 95 of Chapter 5 thereof, that:

1 The foregoing Agreement of Merger (herein sometimes referred to as the "agreement") by and between United States Steel Company, American Bridge Company, The American Steel and Wire Company of New Jersey, National Tube Company, Oil Well Supply Company, Universal Exploration Company and Virginia Bridge Company (New Jersey corporations), Columbia Steel Company, Consolidated Western Steel Corporation, Geneva Steel Company, Gerrard Steel Strapping Company, Pittsburgh Steamship Company and United States Steel Products Company (Delaware corporations), Bradley Transportation Company (a West Virginia corporation), Illinois Steel Company and United States Steel Supply Company (Illinois corporations),

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Michigan Limestone & Chemical Company (a Pennsylvania corporation), Oliver Iron Mining Company (a Minnesota corporation) and Tennessee Coal, Iron and Railroad Company (an Alabama corporation) was entered into by the directors of said The American Steel and Wire Company of New Jersey, under the corporate seal of said corporation, pursuant to resolutions adopted by the Board of Directors of said The American Steel and Wire Company of New Jersey at a meeting duly held on the 4th day of December, 1951, at which a special meeting of the stockholders of said corporation was called in accordance with the By-Laws, to be held on the 10th day of December, 1951, for the purpose of taking the same into consideration, which resolutions also authorized the President or any Vice President and the Secretary or any Assistant Secretary to sign, under the corporate seal of said corporation, and acknowledge said agreement on behalf of said corporation

2 Said agreement was duly submitted to the stockholders of said The American Steel and Wire Company of New Jersey at a special meeting thereof, duly held at the office of said corporation, Rockefeller Building, Cleveland, Cuyahoga County, Ohio, on December 10, 1951, on written waiver of all notice required by law signed by all of the stockholders of said corporation, for the purpose of taking the same into consideration

3 Said agreement was considered by the stockholders at said meeting and a vote of said stockholders was duly taken, by ballot, for the adoption or rejection of said agreement, each share of stock entitling the holder thereof to one vote,

830

Michigan Limestone & Chemical Company (a Pennsylvania corporation), Oliver Iron Mining Company (a Minnesota corporation) and Tennessee Coal, Iron and Railroad Company (an Alabama corporation) was entered into by the directors of said The American Steel and Wire Company of New Jersey, under the corporate seal of said corporation, pursuant to resolutions adopted by the Board of Directors of said The American Steel and Wire Company of New Jersey at a meeting duly held on the 4th day of December, 1951, at which a special meeting of the stockholders of said corporation was called in accordance with the By-Laws, to be held on the 10th day of December, 1951, for the purpose of taking the same into consideration, which resolutions also authorized the President or any Vice President and the Secretary or any Assistant Secretary to sign, under the corporate seal of said corporation, and acknowledge said agreement on behalf of said corporation

2 Said agreement was duly submitted to the stockholders of said The American Steel and Wire Company of New Jersey at a special meeting thereof, duly held at the office of said corporation, Rockefeller Building, Cleveland, Cuyahoga County, Ohio, on December 10, 1951, on written waiver of all notice required by law signed by all of the stockholders of said corporation, for the purpose of taking the same into consideration

3 Said agreement was considered by the stockholders at said meeting and a vote of said stockholders was duly taken, by ballot, for the adoption or rejection of said agreement, each share of stock entitling the holder thereof to one vote,

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and the ballots of the stockholders were duly cast by the stockholders in person, or by duly constituted proxies; the ballots of the stockholders of said corporation so cast having been duly canvassed, it was found and declared that the holders of five hundred thousand (500,000) shares of stock, being all and more than a majority and more than two-thirds of the issued and outstanding capital stock of said corporation, voted for, and the holders of no shares voted against, the adoption of said agreement. Thereupon said agreement was declared duly adopted by the stockholders of said corporation.

4. Said meeting of the stockholders of said The American Steel and Wire Company, of New Jersey and said vote by ballot upon the adoption of said agreement were held and taken separately from the meetings and votes of the stockholders of each of the other eighteen corporations, parties to said agreement.

5. Articles of Merger conforming to the requirements of the Business Corporation Law of the Commonwealth of Pennsylvania (Acts of 1933, P. L. 364), as amended, and particularly Article IX, Section 901 to 908, inclusive, thereof will be executed by each of the nineteen corporations, parties to said agreement, and will be filed in the State of Pennsylvania, and Articles of Merger conforming to the requirements of The Business Corporation Act of Illinois, 1933, as amended, and particularly Sections 61 to 70, inclusive, thereof will be executed by each of said nineteen

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corporations, and will be filed, together with said agreement, in the State of Illinois.

6 Said agreement will be filed in Illinois along with said Articles of Merger to be filed in Illinois, in conformity with the laws of Illinois.

7. The principal office of said The American Steel and Wire Company of New Jersey is at No. 51 Newark Street, Hoboken, Hudson County, New Jersey, and Hudson Trust Company is the agent therein and in charge thereof upon whom process against said corporation may be served within said state.

IN WITNESS WHEREOF, I have hereunto signed my name as Secretary and affixed the seal of said The American Steel and Wire Company of New Jersey this 10th day of December, 1951.


Secretary

Signed, sealed and delivered
in the presence of:





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CERTIFICATE

I, F. L. Wiegand, Jr., Secretary of National Tube Company, a corporation organized and existing under and by virtue of the laws of the State of New Jersey, do hereby certify in accordance with Title 14 Corporations, General of the Revised Statutes of New Jersey, 1937, as amended, and particularly R. S. 14-12-3 thereof; the General Corporation Law of the State of Delaware, as amended, and particularly Section 59 thereof, Article I of Chapter 31 of the West Virginia Code of 1931, as amended, and particularly Sections 63 and 63a thereof, the Minnesota Business Corporation Act (Chapter 300 of the Session Laws of Minnesota for 1933), as amended, and particularly Section 301.42 thereof, and the General Corporation Law of Alabama (Title 10 of the Code of Alabama, 1940), as amended, and particularly Section 95 of Chapter 5 thereof, that:

1 The foregoing Agreement of Merger (herein sometimes referred to as the "agreement") by and between United States Steel Company, American Bridge Company, The American Steel and Wire Company of New Jersey, National Tube Company, Oil Well Supply Company, Universal Exploration Company and Virginia Bridge Company (New Jersey corporations), Columbia Steel Company, Consolidated Western Steel Corporation, Geneva Steel Company, Gerrard Steel Strapping Company, Pittsburgh Steamship Company and United States Steel Products Company (Delaware corporations), Bradley Transportation Company (a West Virginia corporation), Illinois Steel Company and United States Steel Supply Company

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(Illinois corporations), Michigan Limestone & Chemical Company (a Pennsylvania corporation), Oliver Iron Mining Company (a Minnesota corporation) and Tennessee Coal, Iron and Railroad Company (an Alabama corporation) was entered into by the directors of said National Tube Company, under the corporate seal of said corporation, pursuant to resolutions adopted by the Board of Directors of said National Tube Company at a meeting duly held on the 5th day of December, 1951, at which a special meeting of the stockholders of said corporation was called in accordance with the By-Laws, to be held on the 7th day of December, 1951, for the purpose of taking the same into consideration, which resolutions also authorized the President or any Vice President and the Secretary or any Assistant Secretary to sign, under the corporate seal of said corporation, and acknowledge said agreement on behalf of said corporation

2 Said agreement was duly submitted to the stockholders of said National Tube Company at a special meeting thereof, duly held at the office of said corporation, No. 525 William Penn Place, Pittsburgh, Allegheny County, Pennsylvania, on December 7, 1951, on written waiver of all notice required by law signed by all of the stockholders of said corporation, for the purpose of taking the same into consideration.

3. Said agreement was considered by the stockholders at said meeting and a vote of said stockholders was duly taken, by ballot, for the adoption or rejection of said agreement, each share of stock entitling the holder thereof to one vote,

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and the ballots of the stockholders were duly cast by the stockholders in person, or by duly constituted proxies; the ballots of the stockholders of said corporation so cast having been duly canvassed, it was found and declared that the holders of three hundred fifty thousand (350,000) shares of stock, being all and more than a majority and more than two-thirds of the issued and outstanding capital stock of said corporation, voted for, and the holders of no shares voted against, the adoption of said agreement. Thereupon said agreement was declared duly adopted by the stockholders of said corporation.

4 Said meeting of the stockholders of said National Tube Company and said vote by ballot upon the adoption of said agreement were held and taken separately from the meetings and votes of the stockholders of each of the other eighteen corporations, parties to said agreement.

5 Articles of Merger conforming to the requirements of the Business Corporation Law of the Commonwealth of Pennsylvania (Acts of 1933, P. L. 364), as amended, and particularly Article IX, Sections 901 to 908, inclusive, thereof will be executed by each of the nineteen corporations, parties to said agreement, and will be filed in the State of Pennsylvania, and Articles of Merger conforming to the requirements of The Business Corporation Act of Illinois, 1933, as amended, and particularly Sections 61 to 70, inclusive, thereof will be executed by each of said nineteen

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corporations, and will be filed, together with said agreement, in the State of Illinois.

6. Said agreement will be filed in Illinois along with said Articles of Merger to be filed in Illinois, in conformity with the laws of Illinois.

7. The principal office of said National Tube Company is at No. 51 Newark Street, Hoboken, Hudson County, New Jersey, and Hudson Trust Company is the agent therein and in charge thereof upon whom process against said corporation may be served within said state.

IN WITNESS WHEREOF, I have hereunto signed my name as Secretary and affixed the seal of said National Tube Company this 7th day of December, 1951

Th. L. ...
Secretary

Signed, sealed and delivered
in the presence of:

Ambling
J. E. ...

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CERTIFICATE

I, J. C. Irwin, Secretary of Oil Well Supply Company, a corporation organized and existing under and by virtue of the laws of the State of New Jersey, do hereby certify in accordance with Title 14 Corporations, General of the Revised Statutes of New Jersey, 1937, as amended, and particularly R.S. 14:12-3 thereof, the General Corporation Law of the State of Delaware, as amended, and particularly Section 59 thereof, Article I of Chapter 31 of the West Virginia Code of 1931, as amended, and particularly Sections 63 and 63a thereof; the Minnesota Business Corporation Act (Chapter 300 of the Session Laws of Minnesota for 1933), as amended, and particularly Section 301.42 thereof; and the General Corporation Law of Alabama (Title 10 of the Code of Alabama, 1940), as amended, and particularly Section 95 of Chapter 5 thereof, that.

1. The foregoing Agreement of Merger (herein sometimes referred to as the "agreement") by and between United States Steel Company, American Bridge Company, The American Steel and Wire Company of New Jersey, National Tube Company, Oil Well Supply Company, Universal Exploration Company and Virginia Bridge Company (New Jersey corporations), Columbia Steel Company, Consolidated Western Steel Corporation, Geneva Steel Company, Gerrard Steel Strapping Company, Pittsburgh Steamship Company and United States Steel Products Company (Delaware corporations), Bradley Transportation Company (a West Virginia corporation), Illinois Steel Company and United States Steel Supply Company

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(Illinois corporation), Michigan Limestone & Chemical Company (a Pennsylvania corporation), Oliver Iron Mining Company (a Minnesota corporation) and Tennessee Coal, Iron and Railroad Company (an Alabama corporation) was entered into by the directors of said Oil Well Supply Company, under the corporate seal of said corporation, pursuant to resolutions adopted by the board of Directors of said Oil Well Supply Company at a meeting duly held on the 5th day of December, 1951, at which a special meeting of the stockholders of said corporation was called in accordance with the By-Laws, to be held on the 19th day of December, 1951, for the purpose of taking the same into consideration, which resolutions also authorize the President or any Vice President and the Secretary or any Assistant Secretary to sign, under the corporate seal of said corporation, and acknowledge said agreement on behalf of said corporation.

2. Said agreement was duly submitted to the stockholders of said Oil Well Supply Company at a special meeting thereof, duly held at the office of said corporation, No. 2001 North Lamar Street, Dallas, Dallas County, Texas, on December 19, 1951, on written waiver of all notice required by law signed by all of the stockholders of said corporation, for the purpose of taking the same into consideration.

3. Said agreement was considered by the stockholders at said meeting and a vote of said stockholders was duly taken, by ballot, for the adoption or rejection of said agreement, each share of stock entitling the holder thereof to one vote,

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and the ballots of the stockholders were duly cast by the stockholders in person, or by duly constituted proxies; the ballots of the stockholders of said corporation so cast having been duly canvassed, it was found and declared that the holders of one hundred forty thousand (140,000) shares of stock, being all and more than a majority and more than two-thirds of the issued and outstanding capital stock of said corporation, voted for, and the holders of no shares voted against, the adoption of said agreement. Thereupon said agreement was declared duly adopted by the stockholders of said corporation

4 Said meeting of the stockholders of said Oil Well Supply Company and said vote by ballot upon the adoption of said agreement were held and taken separately from the meetings and votes of the stockholders of each of the other eighteen corporations, parties to said agreement.

5 Articles of Merger conforming to the requirements of the Business Corporation Law of the Commonwealth of Pennsylvania (Acts of 1933, P - 364), as amended, and particularly Article IX, Sections 901 to 906, inclusive, thereof will be executed by each of the nineteen corporations, parties to said agreement, and will be filed in the State of Pennsylvania, and Articles of Merger conforming to the requirements of The Business Corporation Act of Illinois, 1933, as amended, and particularly Sections 61 to 70, inclusive, thereof will be executed by each of said nineteen corporations, and will be filed, together with said agreement, in the State of Illinois

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6. Said agreement will be filed in Illinois along with said Articles of Merger to be filed in Illinois, in conformity with the laws of Illinois.

7 The principal office of said Oil Well Supply Company is at No 51 Newark Street, Hoboken, Hudson County, New Jersey, and Hudson Trust Company is the agent therein and in charge thereof upon whom process against said corporation may be served within said state

IN WITNESS WHEREOF, I have hereunto signed my name as Secretary and affixed the seal of said Oil Well Supply Company this 19th day of December, 1951

J. C. Shuman
Secretary

Signed, sealed and delivered
in the presence of

E. M. Drake

Op. Fiske

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CERTIFICATE

I, C. E. Sexton, Secretary of Universal Exploration Company, a corporation organized and existing under and by virtue of the laws of the State of New Jersey, do hereby certify in accordance with Title 14 Corporations, General of the Revised Statutes of New Jersey, 1937, as amended, and particularly R.S. 14 12-3 thereof; the General Corporation Law of the State of Delaware, as amended, and particularly Section 59 thereof, Article I of Chapter 31 of the West Virginia Code of 1931, as amended, and particularly Sections 63 and 63a thereof, the Minnesota Business Corporation Act (Chapter 300 of the Session Laws of Minnesota for 1933), as amended, and particularly Section 301 42 thereof, and the General Corporation Law of Alabama (Title 10 of the Code of Alabama, 1940) as amended, and particularly Section 95 of Chapter 5 thereof, that

1 The foregoing Agreement of Merger (herein sometimes referred to as the "agreement") by and between United States Steel Company, American Bridge Company, The American Steel and Wire Company of New Jersey, National Tube Company, Oil Well Supply Company, Universal Exploration Company and Virginia Bridge Company (New Jersey corporations), Columbia Steel Company, Consolidated Western Steel Corporation, Geneva Steel Company, Gerrard Steel Strapping Company, Pittsburgh Steamship Company and United States Steel Products Company (Delaware corporations), Bradley Transportation Company (a West Virginia corporation), Illinois Steel Company and United States Steel Supply Company

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(Illinois corporations), Michigan Limestone & Chemical Company (a Pennsylvania corporation), Oliver Iron Mining Company (a Minnesota corporation) and Tennessee Coal, Iron and Railroad Company (an Alabama corporation) was entered into by the directors of said Universal Exploration Company, under the corporate seal of said corporation, pursuant to resolutions adopted by the Board of Directors of said Universal Exploration Company at a meeting duly called and held on the 5th day of December, 1951, at which a special meeting of the stockholders of said corporation was called in accordance with the By-Laws, to be held on the 20th day of December, 1951, for the purpose of taking the same into consideration, which resolutions also authorized the President or any Vice President and the Secretary or any Assistant Secretary to sign, under the corporate seal of said corporation, and acknowledge said agreement on behalf of said corporation

2 Said agreement was duly submitted to the stockholders of said Universal Exploration Company at a special meeting thereof, duly held at the office of said corporation, Fairfield, Jefferson County, Alabama, on December 20, 1951, on written waiver of all notice required by law signed by all of the stockholders of said corporation, for the purpose of taking the same into consideration

3 Said agreement was considered by the stockholders at said meeting and a vote of said stockholders was duly taken, by ballot, for the adoption or rejection of said agreement, each share of stock entitling the holder thereof to one vote,

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and the ballots of the stockholders were duly cast by the stockholders in person, or by duly constituted proxies; the ballots of the stockholders of said corporation so cast having been duly canvassed, it was found and declared that the holders of one thousand (1,000) shares of stock, being all and more than a majority and more than two-thirds of the issued and outstanding capital stock of said corporation, voted for, and the holders of no shares voted against, the adoption of said agreement. Thereupon said agreement was declared duly adopted by the stockholders of said corporation.

4 Said meeting of the stockholders of said Universal Exploration Company and said vote by ballot upon the adoption of said agreement were held and taken separately from the meetings and votes of the stockholders of each of the other eighteen corporations, parties to said agreement.

5 Articles of Merger conforming to the requirements of the Business Corporation Law of the Commonwealth of Pennsylvania (Acts of 1933, P L 364), as amended, and particularly Article IX, Sections 901 to 908, inclusive, thereof will be executed by each of the nineteen corporations, parties to said agreement, and will be filed in the State of Pennsylvania, and Articles of Merger conforming to the requirements of The Business Corporation Act of Illinois, 1933, as amended, and particularly Sections 61 to 70, inclusive, thereof will be executed by each of said nineteen corporations, and will be filed, together with said agreement, in the State of Illinois

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6. Said agreement will be filed in Illinois along with said Articles of Merger to be filed in Illinois in conformity with the laws of Illinois

7. The principal office of said Universal Exploration Company is at No. 51 Newark Street, Hoboken, Hudson County, New Jersey, and Hudson Trust Company is the agent therein and in charge thereof upon whom process against said corporation may be served within said state

IN WITNESS WHEREOF, I have hereunto signed my name as Secretary and affixed the seal of said Universal Exploration Company this 20th day of December, 1951

C. J. Linton
Secretary

Signed, sealed and delivered
in the presence of

W. H. Knight
C. E. Mocher

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CERTIFICATE

I, R L Mastin, Secretary of Virginia Bridge Company, a corporation organized and existing under and by virtue of the laws of the State of New Jersey, do hereby certify in accordance with Title 14 Corporations, General of the Revised Statutes of New Jersey, 1937, as amended, and particularly R S. 14 12-3 thereof; the General Corporation Law of the State of Delaware, as amended, and particularly Section 59 thereof, Article I of Chapter 31 of the West Virginia Code of 1931, as amended, and particularly Sections 63 and 63a thereof, the Minnesota Business Corporation Act (Chapter 300 of the Session Laws of Minnesota for 1933), as amended, and particularly Section 301 42 thereof, and the General Corporation Law of Alabama (Title 10 of the Code of Alabama, 1940), as amended, and particularly Section 95 of Chapter 5 thereof, that

1 The foregoing Agreement of Merger (herein sometimes referred to as the "agreement") by and between United States Steel Company, American Bridge Company, The American Steel and Wire Company of New Jersey, National Tube Company, Oil Well Supply Company, Universal Exploration Company and Virginia Bridge Company (New Jersey corporations), Columbia Steel Company, Consolidated Western Steel Corporation, Geneva Steel Company, Gerrard Steel Strapping Company, Pittsburgh Steamship Company and United States Steel Products Company (Delaware corporations), Bradley Transportation Company (a West Virginia corporation), Illinois Steel Company and United States Steel Supply Company

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(Illinois corporation), Michigan Limestone & Chemical Company (a Pennsylvania corporation), Oliver-Iron Mining Company (a Minnesota corporation) and Tennessee Coal, Iron and Railroad Company (an Alabama corporation) was entered into by the directors of said Virginia Bridge Company, under the corporate seal of said corporation, pursuant to resolutions adopted by the Board of Directors of said Virginia Bridge Company at a meeting duly held on the 4th day of December, 1951, at which a special meeting of the stockholders of said corporation was called in accordance with the By-Laws, to be held on the 21st day of December, 1951, for the purpose of taking the same into consideration, which resolutions also authorized the President or any Vice President and the Secretary or any Assistant Secretary to sign, under the corporate seal of said corporation, and acknowledge said agreement on behalf of said corporation.

2 Said agreement was duly submitted to the stockholders of said Virginia Bridge Company at a special meeting thereof, duly held at the office of said corporation, Madison Avenue and Ninth Street, Roanoke, Roanoke County, Virginia, on December 21, 1951, on written waiver of all notice required by law signed by all of the stockholders of said corporation, for the purpose of taking the same into consideration.

3 Said agreement was considered by the stockholders at said meeting and a vote of said stockholders was duly taken, by ballot, for the adoption or rejection of said agreement, each share of stock entitling the holder thereof to one vote,

and the ballots of the stockholders were duly cast by the stockholders in person, or by duly constituted proxies, the ballots of the stockholders of said corporation so cast having been duly canvassed, it was found and declared that the holders of five thousand (5,000) shares of stock, being all and more than a majority and more than two-thirds of the issued and outstanding capital stock of said corporation, voted for, and the holders of no shares voted against, the adoption of said agreement Thereupon said agreement was declared duly adopted by the stockholders of said corporation

4 Said meeting of the stockholders of said Virginia Bridge Company and said vote by ballot upon the adoption of said agreement were held and taken separately from the meetings and votes of the stockholders of each of the other eighteen corporations, parties to said agreement

5 Articles of Merger conforming to the requirements of the Business Corporation Law of the Commonwealth of Pennsylvania (Acts of 1933, P L 364), as amended, and particularly Article IX, Sections 901 to 908, inclusive, thereof will be executed by each of the nineteen corporations, parties to said agreement, and will be filed in the State of Pennsylvania, and Articles of Merger conforming to the requirements of The Business Corporation Act of Illinois, 1933, as amended, and particularly Sections 61 to 70, inclusive, thereof will be executed by each of said nineteen corporations, and will be filed, together with said agreement, in the State of Illinois

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6 Said agreement will be filed in Illinois along with said Articles of Merger to be filed in Illinois, in conformity with the laws of Illinois.

7. The principal office of said Virginia Bridge Company is at No. 51 Newark Street, Hoboken, Hudson County, New Jersey, and the Hudson Trust Company is the agent therein and in charge thereof upon whom process against said corporation may be served within said state

IN WITNESS WHEREOF, I have hereunto signed my name as Secretary and affixed the seal of said Virginia Bridge Company this 21st day of December, 1951

R. J. Martin
Secretary

Signed, sealed and delivered
in the presence of

L. C. Shroder
W. D. Salafuro

CERTIFICATE

I, Thomas Ashby, Secretary of Columbia Steel Company, a corporation organized and existing under and by virtue of the laws of the State of Delaware, do hereby certify in accordance with Title 14 Corporations, General of the Revised Statutes of New Jersey, 1937, as amended, and particularly R.S. 14 12-3 thereof; the General Corporation Law of the State of Delaware, as amended, and particularly Section 59 thereof; Article I of Chapter 31 of the West Virginia Code of 1931, as amended, and particularly Sections 63 and 63a thereof, the Minnesota Business Corporation Act (Chapter 300 of the Session Laws of Minnesota for 1933), as amended, and particularly Section 301 42 thereof; and the General Corporation Law of Alabama (Title 10 of the Code of Alabama, 1940), as amended, and particularly Section 95 of Chapter 5 thereof, that

1. The foregoing Agreement of Merger (herein sometimes referred to as the "agreement") by and between United States Steel Company, American Bridge Company, The American Steel and Wire Company of New Jersey, National Tube Company, Oil Well Supply Company, Universal Exploration Company and Virginia Bridge Company (New Jersey corporations), Columbia Steel Company, Consolidated Western Steel Corporation, Geneva Steel Company, Gerrard Steel Strapping Company, Pittsburgh Steamship Company and United States Steel Products Company (Delaware corporations), Bradley Transportation Company (a West Virginia corporation), Illinois Steel Company and United States Steel

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Supply Company (Illinois corporations), Michigan Limestone & Chemical Company (a Pennsylvania corporation), Oliver Iron Mining Company (a Minnesota corporation) and Tennessee Coal, Iron and Railroad Company (an Alabama corporation) was entered into by the directors of said Columbia Steel Company, under the corporate seal of said corporation, pursuant to resolutions adopted by the Board of Directors of said Columbia Steel Company at a meeting duly held on the 4th day of December, 1951, at which a special meeting of the stockholders of said corporation was called in accordance with the By-Laws, to be held on the 17th day of December, 1951, for the purpose of taking the same into consideration, which resolutions also authorized the President or any Vice President and the Secretary or any Assistant Secretary to sign, under the corporate seal of said corporation, and acknowledge said agreement on behalf of said corporation

2 Said agreement was duly submitted to the stockholders of said Columbia Steel Company at a special meeting thereof, duly held at the office of said corporation, Russ Building, San Francisco, San Francisco County, California, on December 17, 1951, on written waiver of all notice required by law signed by all of the stockholders of said corporation, for the purpose of taking the same into consideration

3 Said agreement was considered by the stockholders at said meeting and a vote of said stockholders was duly taken, by ballot, for the adoption or rejection of said agreement, each share of stock entitling the holder thereof to one vote, and the ballots of the stockholders were duly cast by the

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stockholders in person, or by duly constituted proxies; the ballots of the stockholders of said corporation so cast having been duly canvassed, it was found and declared that the holders of three hundred twenty thousand (320,000) shares of stock, being all and more than a majority and more than two-thirds of the issued and outstanding capital stock of said corporation, voted for, and the holders of no shares voted against, the adoption of said agreement. Thereupon said agreement was declared duly adopted by the stockholders of said corporation

4 Said meeting of the stockholders of said Columbia Steel Company and said vote by ballot upon the adoption of said agreement were held and taken separately from the meetings and votes of the stockholders of each of the other eighteen corporations, parties to said agreement

5 Articles of Merger conforming to the requirements of the Business Corporation Law of the Commonwealth of Pennsylvania (Acts of 1933, P L 364), as amended, and particularly Article IX, Sections 901 to 908, inclusive, thereof will be executed by each of the nineteen corporations, parties to said agreement, and will be filed in the State of Pennsylvania, and Articles of Merger conforming to the requirements of The Business Corporation Act of Illinois, 1933, as amended, and particularly Sections 61 to 70, inclusive, thereof will be executed by each of said nineteen corporations, and will be filed, together with said agreement, in the State of Illinois

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6. Said agreement will be filed in Illinois along with said Articles of Merger to be filed in Illinois, in conformity with the laws of Illinois

7 The principal office of said Columbia Steel Company is at No. 100 West Tenth Street, Wilmington, County of New Castle, Delaware, and the name of its resident agent therein and in charge thereof upon whom process against said corporation may be served is The Corporation Trust Company Said Columbia Steel Company does not have a principal or registered office in the State of New Jersey

IN WITNESS WHEREOF, I have hereunto signed my name as Secretary and affixed the seal of said Columbia Steel Company this 17th day of December, 1951

Thomas Ashby
Secretary

Signed, sealed and delivered
in the presence of

W. R. Wallard
R. C. McInnes

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CERTIFICATE

I, J. M. Robinson, Secretary of Consolidated Western Steel Corporation, a corporation organized and existing under and by virtue of the laws of the State of Delaware, do hereby certify in accordance with Title 14 Corporations, General of the Revised Statutes of New Jersey, 1937, as amended, and particularly R S. 14 12-3 thereof; the General Corporation Law of the State of Delaware, as amended, and particularly Section 59 thereof, Article I of Chapter 31 of the West Virginia Code of 1931, as amended, and particularly Sections 63 and 63a thereof, the Minnesota Business Corporation Act (Chapter 300 of the Session Laws of Minnesota for 1933), as amended, and particularly Section 301 42 thereof; and the General Corporation Law of Alabama (Title 10 of the Code of Alabama, 1940), as amended, and particularly Section 95 of Chapter 5 thereof, that

1 The foregoing Agreement of Merger (herein sometimes referred to as the "agreement") by and between United States Steel Company, American Bridge Company, The American Steel and Wire Company of New Jersey, National Tube Company, Oil Well Supply Company, Universal Exploration Company and Virginia Bridge Company (New Jersey corporations), Columbia Steel Company, Consolidated Western Steel Corporation, Geneva Steel Company, Gerrard Steel Strapping Company, Pittsburgh Steamship Company and United States Steel Products Company (Delaware corporations), Bradley

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Transportation Company (a West Virginia corporation), Illinois Steel Company and United States Steel Supply Company (Illinois corporations), Michigan Limestone & Chemical Company (a Pennsylvania corporation), Oliver Iron Mining Company (a Minnesota corporation) and Tennessee Coal, Iron and Railroad Company (an Alabama corporation) was entered into by the directors of said Consolidated Western Steel Corporation, under the corporate seal of said corporation, pursuant to resolutions adopted by the Board of Directors of said Consolidated Western Steel Corporation at a meeting duly called and held on the 3rd day of December, 1951, at which a special meeting of the stockholders of said corporation was called in accordance with its By-Laws, to be held on the 17th day of December, 1951, for the purpose of taking the same into consideration, which resolutions also authorized the President or any Vice President and the Secretary or any Assistant Secretary to sign, under the corporate seal of said corporation, and acknowledge said agreement on behalf of said corporation.

2. Said agreement was duly submitted to the stockholders of said Consolidated Western Steel Corporation at a special meeting thereof, duly held at the office of said corporation, No. 5700 South Eastern Avenue, Los Angeles, Los Angeles County, California, on December 17, 1951, on written waiver of all notice required by law signed by all of the stockholders of said corporation, for the purpose of taking the same into consideration.

3. Said agreement was considered by the stockholders at said meeting and a vote of said stockholders was duly taken

by ballot, for the adoption or rejection of said agreement, each share of stock entitling the holder thereof to one vote, and the ballots of the stockholders were duly cast by the stockholders in person, or by duly constituted proxies; the ballots of the stockholders of said corporation so cast having been duly canvassed, it was found and declared that the holders of one hundred fifty thousand (150,000) shares of stock, being all and more than a majority and more than two-thirds of the issued and outstanding capital stock of said corporation, voted for, and the holders of no shares voted against, the adoption of said agreement. Thereupon said agreement was declared duly adopted by the stockholders of said corporation.

4. Said meeting of the stockholders of said Consolidated Western Steel Corporation and said vote by ballot upon the adoption of said agreement were held and taken separately from the meetings and votes of the stockholders of each of the other eighteen corporations, parties to said agreement.

5. Articles of Merger conforming to the requirements of the Business Corporation Law of the Commonwealth of Pennsylvania (Acts of 1933, P. L. 364), as amended, and particularly Article IX, Sections 901 to 908, inclusive, thereof will be executed by each of the nineteen corporations, parties to said agreement, and will be filed in the State of Pennsylvania, and Articles of Merger conforming to the requirements of The Business Corporation Act of Illinois, 1933, as amended, and particularly Sections 61 to 70, inclusive, thereof will be executed by each of said nineteen

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corporations, and will be filed, together with said agreement, in the State of Illinois.

6. Said agreement will be filed in Illinois along with said Articles of Merger to be filed in Illinois, in conformity with the laws of Illinois.

7. The principal office of said Consolidated Western Steel Corporation is at No. 100 West Tenth Street, Wilmington, County of New Castle, Delaware, and the name of its resident agent therein and in charge thereof upon whom process against said Corporation may be served is The Corporation Trust Company. Said Consolidated Western Steel Corporation does not have a principal or registered office in the State of New Jersey.

IN WITNESS WHEREOF, I have hereunto signed my name as Secretary and affixed the seal of said Consolidated Western Steel Corporation this 17th day of December, 1951.

John Robinson
Secretary

Signed, sealed and delivered
in the presence of.

W. R. Willard

R. C. McGinness

7. 5

CERTIFICATE

I, M L Heald, Secretary of Geneva Steel Company, a corporation organized and existing under and by virtue of the laws of the State of Delaware, do hereby certify in accordance with Title 14 Corporations, General of the Revised Statutes of New Jersey, 1937, as amended, and particularly R S 14 12-3 thereof, the General Corporation Law of the State of Delaware, as amended, and particularly Section 59 thereof, Article I of Chapter 31 of the West Virginia Code of 1931, as amended, and particularly Sections 63 and 63a thereof, the Minnesota Business Corporation Act (Chapter 300 of the Session Laws of Minnesota for 1933), as amended, and particularly Section 301 42 thereof, and the General Corporation Law of Alabama (Title 10 of the Code of Alabama, 1940), as amended, and particularly Section 95 of Chapter 5 thereof, that

1 The foregoing Agreement of Merger (herein sometimes referred to as the "agreement") by and between United States Steel Company, American Bridge Company, The American Steel and Wire Company of New Jersey, National Tube Company, Oil Well Supply Company, Universal Exploration Company and Virginia Bridge Company (New Jersey corporations), Columbia Steel Company, Consolidated Western Steel Corporation, Geneva Steel Company, Gerrard Steel Strapping Company, Pittsburgh Steamship Company and United States Steel Products Company (Delaware corporations), Bradley Transportation Company (a West Virginia corporation), Illinois Steel Company and United States Steel Supply Company

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(Illinois corporations), Michigan Limestone & Chemical Company (a Pennsylvania corporation), Oliver Iron Mining Company (a Minnesota corporation) and Tennessee Coal, Iron and Railroad Company (an Alabama corporation) was entered into by the directors of said Geneva Steel Company, under the corporate seal of said corporation, pursuant to resolutions adopted by the Board of Directors of said Geneva Steel Company at a meeting duly held on the 4th day of December, 1951, at which a special meeting of the stockholders of said corporation was called in accordance with the By-Laws, to be held on the 15th day of December, 1951, for the purpose of taking the same into consideration, which resolutions also authorized the President or any Vice President and the Secretary or any Assistant Secretary to sign, under the corporate seal of said corporation, and acknowledge said agreement on behalf of said corporation.

2. Said agreement was duly submitted to the stockholders of said Geneva Steel Company at a special meeting thereof, duly held at the office of said corporation, at Continental Bank Building, Salt Lake City, Salt Lake County, Utah, on December 15, 1951, on written waiver of all notice required by law signed by all of the stockholders of said corporation, for the purpose of taking the same into consideration.

3. Said agreement was considered by the stockholders at said meeting and a vote of said stockholders was duly taken, by ballot, for the adoption or rejection of said agreement, each share of stock entitling the holder thereof to one vote,

and the ballots of the stockholders were duly cast by the stockholders in person, or by duly constituted proxies; the ballots of the stockholders of said corporation so cast having been duly canvassed, it was found and declared that the holders of fifty thousand (50,000) shares of stock, being all and more than a majority and more than two-thirds of the issued and outstanding capital stock of said corporation, voted for, and the holders of no shares voted against, the adoption of said agreement. Thereupon said agreement was declared duly adopted by the stockholders of said corporation.

4. Said meeting of the stockholders of said Geneva Steel Company and said vote by ballot upon the adoption of said agreement were held and taken separately from the meetings and votes of the stockholders of each of the other eighteen corporations, parties to said agreement.

5. Articles of Merger conforming to the requirements of the Business Corporation Law of the Commonwealth of Pennsylvania (Acts of 1933, P. L. 364), as amended, and particularly Article IX, Sections 901 to 908, inclusive, thereof will be executed by each of the nineteen corporations, parties to said agreement, and will be filed in the State of Pennsylvania, and Articles of Merger conforming to the requirements of The Business Corporation Act of Illinois, 1933, as amended, and particularly Sections 61 to 70, inclusive, thereof will be executed by each of said nineteen corporations, and will be filed, together with said agreement, in the State of Illinois.

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6. Said agreement will be filed in Illinois along with said Articles of Merger to be filed in Illinois, in conformity with the laws of Illinois.

7 The principal office of said Geneva Steel Company is at No 100 West Tenth Street, Wilmington, County of New Castle, Delaware, and the name of its resident agent therein and in charge thereof upon whom process against said corporation may be served is The Corporation Trust Company Said Geneva Steel Company does not have a principal or registered office in the State of New Jersey.

IN WITNESS WHEREOF, I have hereunto signed my name as Secretary and affixed the seal of said Geneva Steel Company this 15th day of December, 1951.

M. P. Heald
Secretary

Signed, sealed and delivered
in the presence of

A. H. Watson

J. A. Currier

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CERTIFICATE

I, G. Muth, Secretary of Gerrard Steel Strapping Company, a corporation organized and existing under and by virtue of the laws of the State of Delaware, do hereby certify in accordance with Title 14 Corporations, General of the Revised Statutes of New Jersey, 1937, as amended, and particularly R S 14:12-3 thereof; the General Corporation Law of the State of Delaware, as amended, and particularly Section 59 thereof; Article I of Chapter 31 of the West Virginia Code of 1931, as amended, and particularly Sections 63 and 63a thereof; the Minnesota Business Corporation Act (Chapter 300 of the Session Laws of Minnesota for 1933), as amended, and particularly Section 301 42 thereof, and the General Corporation Law of Alabama (Title 10 of the Code of Alabama, 1940), as amended, and particularly Section 95 of Chapter 5 thereof, that

1 The foregoing Agreement of Merger (herein sometimes referred to as the "agreement") by and between United States Steel Company, American Bridge Company, The American Steel and Wire Company of New Jersey, National Tube Company, Oil Well Supply Company, Universal Exploration Company and Virginia Bridge Company (New Jersey corporations), Columbia Steel Company, Consolidated Western Steel Corporation, Geneva Steel Company, Gerrard Steel Strapping Company, Pittsburgh Steamship Company and United States Steel Products Company (Delaware corporations), Bradley Transportation Company (a West Virginia corporation), Illinois Steel Company and United States Steel Supply Company

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(Illinois corporations), Michigan Limestone & Chemical Company (a Pennsylvania corporation), Oliver Iron Mining Company (a Minnesota corporation) and Tennessee Coal, Iron and Railroad Company (an Alabama corporation) was entered into by the directors of said Gerrard Steel Strapping Company, under the corporate seal of said corporation, pursuant to resolutions adopted by the Board of Directors of said Gerrard Steel Strapping Company at a meeting duly held on the 6th day of December, 1951, at which a special meeting of the stockholders of said corporation was called in accordance with the By-Laws, to be held on the 12th day of December, 1951, for the purpose of taking the same into consideration, which resolutions also authorized the President or any Vice President and the Secretary or an Assistant Secretary to sign, under the corporate seal of said corporation, and acknowledge said agreement on behalf of said corporation

2 Said agreement was duly submitted to the stockholders of said Gerrard Steel Strapping Company at a special meeting thereof, duly held at the office of said corporation, No. 2915 West 47th Street, Chicago, Cook County, Illinois, on December 12, 1951, on written waiver of all notice required by law signed by all of the stockholders of said corporation, for the purpose of taking the same into consideration

3 Said agreement was considered by the stockholders at said meeting and a vote of said stockholders was duly taken, by ballot, for the adoption or rejection of said agreement, each share of stock entitling the holder thereof to one vote,

and the ballots of the stockholders were duly cast by the stockholders in person, or by duly constituted proxies, the ballots of the stockholders of said corporation so cast having been duly canvassed, it was found and declared that the holders of thirty thousand (30,000) shares of stock, being all and more than a majority and more than two-thirds of the issued and outstanding capital stock of said corporation, voted for, and the holders of no shares voted against, the adoption of said agreement. Thereupon said agreement was declared duly adopted by the stockholders of said corporation.

4. Said meeting of the stockholders of said Gerrard Steel Strapping Company and said vote by ballot upon the adoption of said agreement were held and taken separately from the meetings and votes of the stockholders of each of the other eighteen corporations, parties to said agreement.

5. Articles of Merger conforming to the requirements of the Business Corporation Law of the Commonwealth of Pennsylvania (Acts of 1933, P. L. 364), as amended, and particularly Article IX, Sections 901 to 908, inclusive, thereof will be executed by each of the nineteen corporations, parties to said agreement, and will be filed in the State of Pennsylvania, and Articles of Merger conforming to the requirements of The Business Corporation Act of Illinois, 1933, as amended, and particularly Sections 61 to 70, inclusive, thereof will be executed by each of said nineteen corporations, and will be filed, together with said agreement, in the State of Illinois.

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6. Said agreement will be filed in Illinois along with said Articles of Merger to be filed in Illinois, in conformity with the laws of Illinois


7. The principal office of said Gerrard Steel Strapping Company is at No. 100 West Tenth Street, Wilmington, County of New Castle, Delaware, and the name of its resident agent therein and in charge thereof upon whom process against said corporation may be served is The Corporation Trust Company. Said Gerrard Steel Strapping Company does not have a principal or registered office in the State of New Jersey

IN WITNESS WHEREOF, I have hereunto signed my name as Secretary and affixed the seal of said Gerrard Steel Strapping Company this 12th day of December, 1951


Secretary

Signed, sealed and delivered
in the presence of





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CERTIFICATE

I, J. C. Geissler, Secretary of Pittsburgh Steamship Company, a corporation organized and existing under and by virtue of the laws of the State of Delaware, do hereby certify in accordance with Title 14 Corporations, General of the Revised Statutes of New Jersey, 1937, as amended, and particularly R.S. 14 12-3 thereof, the General Corporation Law of the State of Delaware, as amended, and particularly Section 59 thereof, Article I of Chapter 31 of the West Virginia Code of 1931, as amended, and particularly Sections 63 and 63a thereof, the Minnesota Business Corporation Act (Chapter 300 of the Session Laws of Minnesota for 1933), as amended, and particularly Section 301 42 thereof, and the General Corporation Law of Alabama (Title 10 of the Code of Alabama, 1940), as amended, and particularly Section 95 of Chapter 5 thereof, that

1. The foregoing Agreement of Merger (herein sometimes referred to as the "agreement") by and between United States Steel Company, American Bridge Company, The American Steel and Wire Company of New Jersey, National Tube Company, Oil Well Supply Company, Universal Exploration Company and Virginia Bridge Company (New Jersey corporations), Columbia Steel Company, Consolidated Western Steel Corporation, Geneva Steel Company, Gerrard Steel Strapping Company, Pittsburgh Steamship Company and United States Steel Products Company (Delaware corporations), Bradley Transportation Company (a West Virginia corporation), Illinois Steel Company and United States Steel Supply Company

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(Illinois corporations), Michigan Limestone & Chemical Company (a Pennsylvania corporation), Oliver Iron Mining Company (a Minnesota corporation) and Tennessee Coal, Iron and Railroad Company (an Alabama corporation) was entered into by the directors of said Pittsburgh Steamship Company, under the corporate seal of said corporation, pursuant to resolutions adopted by the Board of Directors of said Pittsburgh Steamship Company at a meeting duly held on the 4th day of December, 1951, at which a special meeting of the stockholders of said corporation was called in accordance with the By-Laws, to be held on the 10th day of December, 1951, for the purpose of taking the same into consideration, which resolutions also authorized the President or any Vice President and the Secretary or an Assistant Secretary to sign, under the corporate seal of said corporation, and acknowledge said agreement on behalf of said corporation

2. Said agreement was duly submitted to the stockholders of said Pittsburgh Steamship Company at a special meeting thereof, duly held at the office of said corporation, Rockefeller Building, Cleveland, Cuyahoga County, Ohio, on December 10, 1951, on written waiver of all notice required by law signed by all of the stockholders of said corporation, for the purpose of taking the same into consideration

3. Said agreement was considered by the stockholders at said meeting and a vote of said stockholders was duly taken, by ballot, for the adoption or rejection of said agreement, each share of stock entitling the holder thereof to one vote,

and the ballots of the stockholders were duly cast by the stockholders in person, or by duly constituted proxies; the ballots of the stockholders of said corporation so cast having been duly canvassed, it was found and declared that the holders of one thousand (1,000) shares of stock, being all and more than a majority and more than two-thirds of the issued and outstanding capital stock of said corporation, voted for, and the holders of no shares voted against, the adoption of said agreement. Thereupon said agreement was declared duly adopted by the stockholders of said corporation.

4 Said meeting of the stockholders of said Pittsburgh Steamship Company and said vote by ballot upon the adoption of said agreement were held and taken separately from the meetings and votes of the stockholders of each of the other eighteen corporations, parties to said agreement.

5 Articles of Merger conforming to the requirements of the Business Corporation Law of the Commonwealth of Pennsylvania (Acts of 1933, P L 364), as amended, and particularly Article IX, Sections 901 to 908, inclusive, thereof will be executed by each of the nineteen corporations, parties to said agreement, and will be filed in the State of Pennsylvania, and Articles of Merger conforming to the requirements of The Business Corporation Act of Illinois, 1933, as amended, and particularly Sections 61 to 70, inclusive, thereof will be executed by each of said nineteen corporations, and will be filed, together with said agreement, in the State of Illinois

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6. Said agreement will be filed in Illinois along with said Articles of Merger to be filed in Illinois, in conformity with the laws of Illinois.

7. The principal office of said Pittsburgh Steamship Company is at No. 100 West Tenth Street, Wilmington, County of New Castle, Delaware, and the name of its resident agent therein and in charge thereof upon whom process against said corporation may be served is The Corporation Trust Company. Said Pittsburgh Steamship Company does not have a principal or registered office in the State of New Jersey.

IN WITNESS WHEREOF, I have hereunto signed my name as Secretary and affixed the seal of said Pittsburgh Steamship Company this 10th day of December, 1951.


Secretary

Signed, sealed and delivered
in the presence of

E. W. Mullish
G. T. Shuman

CERTIFICATE

I, G. B. Schoonmaker, Secretary of United States Steel Products Company, a corporation organized and existing under and by virtue of the laws of the State of Delaware, do hereby certify in accordance with Title 14 Corporations, General of the Revised Statutes of New Jersey, 1937, as amended, and particularly R S 14 12-3 thereof; the General Corporation Law of the State of Delaware, as amended, and particularly Section 59 thereof; Article I of Chapter 31 of the West Virginia Code of 1931, as amended, and particularly Sections 63 and 63a thereof, the Minnesota Business Corporation Act (Chapter 300 of the Session Laws of Minnesota for 1933), as amended, and particularly Section 301 42 thereof, and the General Corporation Law of Alabama (Title 10 of the Code of Alabama, 1940), as amended, and particularly Section 95 of Chapter 5 thereof, that

1 The foregoing Agreement of Merger (herein sometimes referred to as the "agreement") by and between United States Steel Company, American Bridge Company, The American Steel and Wire Company of New Jersey, National Tube Company, Oil Well Supply Company, Universal Exploration Company and Virginia Bridge Company (New Jersey corporations), Columbia Steel Company, Consolidated Western Steel Corporation, Geneva Steel Company, Carrard Steel Strapping Company, Pittsburgh Steamship Company and United States Steel Products Company (Delaware corporations), Bradley Transportation Company (a West Virginia corporation), Illinois Steel Company and United States Steel Supply Company

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(Illinois corporations), Michigan Limestone & Chemical Company (a Pennsylvania corporation), Oliver Iron Mining Company (a Minnesota corporation) and Tennessee Coal, Iron and Railroad Company (an Alabama corporation) was entered into by the directors of said United States Steel Products Company under the corporate seal of said corporation, pursuant to resolutions adopted by the Board of Directors of said United States Steel Products Company at a meeting duly held on the 5th day of December, 1951, at which a special meeting of the stockholders of said corporation was called in accordance with the By-Laws, to be held on the 22nd day of December, 1951, for the purpose of taking the same into consideration, which resolutions also authorized the President or any Vice President and the Secretary or any Assistant Secretary to sign, under the corporate seal of said corporation, and acknowledge said agreement on behalf of said corporation

2 Said agreement was duly submitted to the stockholders of said United States Steel Products Company at a special meeting thereof, duly held at the office of said corporation, No 30 Rockefeller Plaza, New York, New York County, New York, on December 22, 1951, on written waiver of all notice required by law signed by all of the stockholders of said corporation, for the purpose of taking the same into consideration

3 Said agreement was considered by the stockholders at said meeting and a vote of said stockholders was duly taken, by

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ballot, for the adoption or rejection of said agreement, each share of stock entitling the holder thereof to one vote, and the ballots of the stockholders were duly cast by the stockholders in person, or by duly constituted proxies; the ballots of the stockholders of said corporation so cast having been duly canvassed, it was found and declared that the holders of twenty thousand (20,000) shares of stock being all and more than a majority and more than two-thirds of the issued and outstanding capital stock of said corporation, voted for, and the holders of no shares voted against, the adoption of said agreement Thereupon said agreement was declared duly adopted by the stockholders of said corporation

4 Said meeting of the stockholders of said United States Steel Products Company and said vote by ballot upon the adoption of said agreement were held and taken separately from the meetings and votes of the stockholders of each of the other eighteen corporations, parties to said agreement

5 Articles of Merger conforming to the requirements of the Business Corporation Law of the Commonwealth of Pennsylvania (Acts of 1933, P L 364), as amended, and particularly Article IX, Sections 901 to 908, inclusive, thereof will be executed by each of the nineteen corporations, parties to said agreement, and will be filed in the State of Pennsylvania, and Articles of Merger conforming to the requirements of The Business Corporation Act of Illinois, 1933, as amended, and particularly Sections 61 to 70, inclusive, thereof will be executed by each of said nineteen corporations, and will be filed, together with said agreement, in the State of Illinois

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6 Said agreement will be filed in Illinois along with said Articles of Merger to be filed in Illinois, in conformity with the laws of Illinois.

7. The principal office of said United States Steel Products Company is at No 100 West Tenth Street, Wilmington, County of New Castle, Delaware, and the name of its resident agent therein and in charge thereof upon whom process against said corporation may be served is The Corporation Trust Company Said United States Steel Products Company does not have a principal or registered office in the State of New Jersey

IN WITNESS WHEREOF, I have hereunto signed my name as Secretary and affixed the seal of said United States Steel Products Company this 22nd day of December, 1951

S. A. Schomaker
Secretary

Signed, sealed and delivered
in the presence of

[Signature]
[Signature]

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CERTIFICATE

I, J. P. Kinville, Secretary of Bradley Transportation Company, a corporation organized and existing under and by virtue of the laws of the State of West Virginia, do hereby certify in accordance with Title 14 Corporations, General of the Revised Statutes of New Jersey, 1937, as amended, and particularly R.S. 4.12-3 thereof; the General Corporation Law of the State of Delaware, as amended, and particularly Section 59 thereof, Article I of Chapter 31 of the West Virginia Code of 1931, as amended, and particularly Sections 63 and 63a thereof, the Minnesota Business Corporation Act (Chapter 300 of the Session Laws of Minnesota for 1933), as amended, and particularly Section 301.42 thereof; and the General Corporation Law of Alabama (Title 10 of the Code of Alabama, 1940), as amended, and particularly Section 95 of Chapter 5 thereof, that:

1 The foregoing Agreement of Merger (herein sometimes referred to as the "agreement") by and between United States Steel Company, American Bridge Company, The American Steel and Wire Company of New Jersey, National Tube Company, Oil Well Supply Company, Universal Exploration Company and Virginia Bridge Company (New Jersey corporations), Columbia Steel Company, Consolidated Western Steel Corporation, Geneva Steel Company, Gerrard Steel Strapping Company, Pittsburgh Steamship Company and United States Steel Products Company (Delaware corporations), Bradley Transportation Company (a West Virginia corporation), Illinois Steel Company and United States Steel Supply Company (Illinois

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corporations), Michigan Limestone & Chemical Company (a Pennsylvania corporation), Oliver Iron Mining Company (a Minnesota corporation) and Tennessee Coal, Iron and Railroad Company (an Alabama corporation) was entered into by the directors of said Bradley Transportation Company under the corporate seal of said corporation, pursuant to resolutions adopted by the Board of Directors of said Bradley Transportation Company at a meeting duly held on the 4th day of December, 1951, at which a special meeting of the stockholders of said corporation was called in accordance with the By-Laws, to be held on the 11th day of December, 1951, for the purpose of taking the same into consideration, which resolutions also authorized the President or any Vice President and the Secretary or any Assistant Secretary to sign, under the corporate seal of said corporation, and acknowledge said agreement on behalf of said corporation

2 Said agreement was duly submitted to the stockholders of said Bradley Transportation Company at a special meeting thereof, duly held at the office of said corporation, No 2050 Guardian Building, Detroit, Wayne County, Michigan, on December 11, 1951, on written waiver of all notice required by law signed by all of the stockholders of said corporation for the purpose of taking the same into consideration

3 Said agreement was considered by the stockholders at said meeting and a vote of said stockholders was duly taken, by ballot, for the adoption or rejection of said agreement, each share of stock entitling the holder thereof to one vote,

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and the ballots of the stockholders were duly cast by the stockholders in person, or by duly constituted proxies; the ballots of the stockholders of said corporation so cast having been duly canvassed, it was found and declared that the holders of fifteen thousand (15,000) shares of stock, being all and more than a majority and more than two-thirds of the issued and outstanding capital stock of said corporation, voted for, and the holders of no shares voted against, the adoption of said agreement Thereupon said agreement was declared duly adopted by the stockholders of said corporation

4 Said meeting of the stockholders of said Bradley Transportation Company and said vote by ballot upon the adoption of said agreement were held and taken separately from the meetings and votes of the stockholders of each of the other eighteen corporations, parties to said agreement

5 Articles of Merger conforming to the requirements of the Business Corporation Law of the Commonwealth of Pennsylvania (Acts of 1933, P L 364), as amended, and particularly Article IX, Sections 901 to 908, inclusive, thereof will be executed by each of the nineteen corporations, parties to said agreement, and will be filed in the State of Pennsylvania, and Articles of Merger conforming to the requirements of The Business Corporation Act of Illinois, 1933, as amended, and particularly Sections 61 to 70, inclusive, thereof will be executed by each of said nineteen corporations, and will be filed, together with said agreement, in the State of Illinois

6 Said agreement will be filed in Illinois along with said Articles of Merger to be filed in Illinois, in conformity with the laws of Illinois

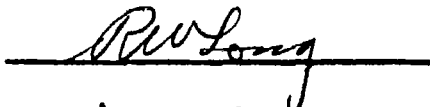

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7. Said Bradley Transportation Company has no principal office or place of business in the State of West Virginia. The State Auditor in the person designated to accept service of process against said corporation in said state. Said Bradley Transportation Company does not have a principal or registered office in the State of New Jersey

IN WITNESS WHEREOF, I have hereunto signed my name as Secretary and affixed the seal of said Bradley Transportation Company this 11th day of December, 1951


Secretary

Signed, sealed and delivered
in the presence of

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CERTIFICATE

I, H G Irons, Secretary of Illinois Steel Company, a corporation organized and existing under and by virtue of the laws of the State of Illinois, do hereby certify in accordance with Title 14 Corporations, General of the Revised Statutes of New Jersey, 1937, as amended, and particularly R S 14 12-3 thereof, the General Corporation Law of the State of Delaware, as amended, and particularly Section 59 thereof, Article I of Chapter 31 of the West Virginia Code of 1931, as amended, and particularly Sections 63 and 63a thereof, the Minnesota Business Corporation Act (Chapter 300 of the Session Laws of Minnesota for 1933), as amended, and particularly Section 301 42 thereof, and the General Corporation Law of Alabama (Title 10 of the Code of Alabama, 1940), as amended, and particularly Section 95 of Chapter 5 thereof, that

1 The foregoing Agreement of Merger (herein sometimes referred to as the "agreement") by and between United States Steel Company, American Bridge Company, The American Steel and Wire Company of New Jersey, National Tube Company, Oil Well Supply Company, Universal Exploration Company and Virginia Bridge Company (New Jersey corporations), Columbia Steel Company, Consolidated Western Steel Corporation, Geneva Steel Company, Gerrard Steel Strapping Company, Pittsburgh Steamship Company and United States Steel Products Company (Delaware corporations), Bradley Transportation Company (a West Virginia corporation), Illinois Steel Company and United States Steel

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Supply Company (Illinois corporations), Michigan Limestone & Chemical Company (a Pennsylvania corporation), Oliver Iron Mining Company (a Minnesota corporation) and Tennessee Coal, Iron and Railroad Company (an Alabama corporation) was entered into by the directors of said Illinois Steel Company, under the corporate seal of said corporation, pursuant to resolutions adopted by the Board of Directors of said Illinois Steel Company at a meeting duly held on the 6th day of December, 1951, at which a special meeting of the stockholders of said corporation was called in accordance with the By-Laws, to be held on the 12th day of December, 1951, for the purpose of taking the same into consideration, which resolutions also authorized the President or any Vice President and the Secretary or any Assistant Secretary to sign, under the corporate seal of said corporation, and acknowledge said agreement on behalf of said corporation

2 Said agreement was duly submitted to the stockholders of said Illinois Steel Company at a special meeting thereof, duly held at the office of said corporation, No 208 South LaSalle Street, Chicago, Cook County, Illinois, on December 12, 1951, on written waiver of all notice required by law signed by all of the stockholders of said corporation for the purpose of taking the same into consideration

3 Said agreement was considered by the stockholders at said meeting and a vote of said stockholders was duly taken, by ballot, for the adoption or rejection of said agreement, each share of stock entitling the holder thereof to one vote, and the ballots

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of the stockholders were duly cast by the stockholders in person, or by duly constituted proxies; the ballots of the stockholders of said corporation so cast having been duly canvassed, it was found and declared that the holders of one thousand (1000) shares of stock, being all and more than a majority and more than two-thirds of the issued and outstanding capital stock of said corporation, voted for, and the holders of no shares voted against, the adoption of said agreement Thereupon said agreement was declared duly adopted by the stockholders of said corporation

4 Said meeting of the stockholders of said Illinois Steel Company and said vote by ballot upon the adoption of said agreement were held and taken separately from the meetings and votes of the stockholders of each of the other eighteen corporations, parties to said agreement

5 Articles of Merger conforming to the requirements of the Business Corporation Law of the Commonwealth of Pennsylvania (Acts of 1933, P L 364), as amended, and particularly Article IX, Sections 901 to 908, inclusive, thereof will be executed by each of the nineteen corporations, parties to said agreement, and will be filed in the State of Pennsylvania, and Articles of Merger conforming to the requirements of The Business Corporation Act of Illinois, 1933, as amended, and particularly Sections 61 to 70, inclusive, thereof will be executed by each of said nineteen corporations, and will be filed, together with said agreement, in the State of Illinois

6 Said agreement will be filed in Illinois along with said Articles of Merger to be filed in Illinois, in conformity with the laws of Illinois



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7 The principal office of said Illinois Steel Company is at No. 208 South LaSalle Street, Chicago, Cook County, Illinois, and H. G. Irons is the agent therein and in charge thereof upon whom process against said corporation may be served within said state Said Illinois Steel Company does not have a principal or registered office in the State of New Jersey

IN WITNESS WHEREOF, I have hereunto signed my name as Secretary and affixed the seal of said Illinois Steel Company this 24th day of December, 1951


Secretary

Signed, sealed and delivered
in the presence of

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CERTIFICATE

I, S D Flinn, Secretary of United States Steel Supply Company, a corporation organized and existing under and by virtue of the laws of the State of Illinois, do hereby certify in accordance with Title 14 Corporations, General of the Revised Statutes of New Jersey, 1937, as amended, and particularly R S 14 12-3 thereof, the General Corporation Law of the State of Delaware, as amended, and particularly Section 59 thereof, Article I of Chapter 31 of the West Virginia Code of 1931, as amended, and particularly Sections 63 and 63a thereof, the Minnesota Business Corporation Act (Chapter 300 of the Session Laws of Minnesota for 1933), as amended, and particularly Section 301 42 thereof, and the General Corporation Law of Alabama (Title 10 of the Code of Alabama, 1940), as amended, and particularly Section 95 of Chapter 5 thereof, that

1 The foregoing Agreement of Merger (herein sometimes referred to as the "agreement") by and between United States Steel Company, American Bridge Company, The American Steel and Wire Company of New Jersey, National Tube Company, Oil Well Supply Company, Universal Exploration Company and Virginia Bridge Company (New Jersey corporations), Columbia Steel Company, Consolidated Western Steel Corporation, Geneva Steel Company, Gerrard Steel Strapping Company, Pittsburgh Steamship Company and United States Steel Products Company (Delaware corporations), Bradley Transportation Company (a West Virginia corporation), Illinois Steel Company and United States Steel Supply Company (Illinois corporations), Michigan

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Limestone & Chemical Company (a Pennsylvania corporation), Oliver Iron Mining Company (a Minnesota corporation) and Tennessee Coal, Iron and Railroad Company (an Alabama corporation) was entered into by the directors of said United States Steel Supply Company, under the corporate seal of said corporation, pursuant to resolutions adopted by the Board of Directors of said United States Steel Supply Company at a meeting duly held on the 6th day of December, 1951, at which a special meeting of the stockholders of said corporation was called in accordance with the By-Laws, to be held on the 12th day of December, 1951, for the purpose of taking the same into consideration, which resolutions also authorized the President or any Vice President and the Secretary or any Assistant Secretary to sign, under the corporate seal of said corporation, and acknowledge said agreement on behalf of said corporation

2 Said agreement was duly submitted to the stockholders of said United States Steel Supply Company at a special meeting thereof, duly held at the office of said corporation, No 208 South LaSalle Street, Chicago, Cook County, Illinois, on December 12, 1951, on written waiver of all notice required by law signed by all of the stockholders of said corporation, for the purpose of taking the same into consideration

3. Said agreement was considered by the stockholders at said meeting and a vote of said stockholders was duly taken, by ballot, for the adoption or rejection of said agreement, each share of stock entitling the holder thereof to one vote, and the ballots of the stockholders were duly cast by the stockholders in person,

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or by duly constituted proxies, the ballots of the stockholders of said corporation so cast having been duly canvassed, it was found and declared that the holders of fifty thousand (50,000) shares of stock, being all and more than a majority and more than two-thirds of the issued and outstanding capital stock of said corporation, voted for, and the holders of no shares voted against, the adoption of said agreement. Thereupon said agreement was declared duly adopted by the stockholders of said corporation

4 Said meeting of the stockholders of said United States Steel Supply Company and said vote by ballot upon the adoption of said agreement were held and taken separately from the meetings and votes of the stockholders of each of the other eighteen corporations, parties to said agreement

5 Articles of Merger conforming to the requirements of the Business Corporation Law of the Commonwealth of Pennsylvania (Acts of 1933, P L 364), as amended, and particularly Article IX, Sections 901 to 908, inclusive, thereof will be executed by each of the nineteen corporations, parties to said agreement, and will be filed in the State of Pennsylvania, and Articles of Merger conforming to the requirements of The Business Corporation Act of Illinois, 1933, as amended, and particularly Sections 61 to 70, inclusive, thereof will be executed by each of said nineteen corporations, and will be filed, together with said agreement, in the State of Illinois.

6 Said agreement will be filed in Illinois along with said Articles of Merger to be filed in Illinois, in conformity with the laws of Illinois

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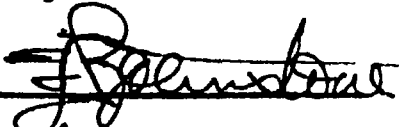
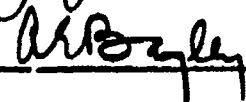
7. The principal office of said United States Steel Supply Company is at No. 208 South LaSalle Street, Chicago, Cook County, Illinois, and S. D. Flinn is the agent therein and in charge thereof upon whom process against said corporation may be served in said state

The principal office in the State of New Jersey of said United States Steel Supply Company is at No. 15 Exchange Place, Jersey City, Hudson County, and The Corporation Trust Company is the agent therein and in charge thereof upon whom process against said corporation may be served in said state

IN WITNESS WHEREOF, I have hereunto signed my name as Secretary and affixed the seal of said United States Steel Supply Company this 12th day of December, 1951


Secretary

Signed, sealed and delivered
in the presence of

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CERTIFICATE

I, J. G. Patterson, II, Secretary of Michigan Limestone & Chemical Company, a corporation organized and existing under and by virtue of the laws of the Commonwealth of Pennsylvania, do hereby certify in accordance with Title 14 Corporations, General of the Revised Statutes of New Jersey, 1937, as amended, and particularly R.S. 14 12-3 thereof, the General Corporation Law of the State of Delaware, as amended, and particularly Section 59 thereof, Article I of Chapter 31 of the West Virginia Code of 1931, as amended, and particularly Sections 63 and 63a thereof, the Minnesota Business Corporation Act (Chapter 300 of the Session Laws of Minnesota for 1933), as amended, and particularly Section 301.42 thereof, and the General Corporation Law of Alabama (Title 10 of the Code of Alabama, 1940), as amended, and particularly Section 95 of Chapter 5 thereof, that

1. The foregoing Agreement of Merger (herein sometimes referred to as the "agreement") by and between United States Steel Company, American Bridge Company, The American Steel and Wire Company of New Jersey, National Tube Company, Oil Well Supply Company, Universal Exploration Company and Virginia Bridge Company (New Jersey corporations), Columbia Steel Company, Consolidated Western Steel Corporation, Geneva Steel Company, Gerrard Steel Strapping Company, Pittsburgh Steamship Company and United States Steel Products Company (Delaware corporations), Bradley Transportation Company (a West Virginia corporation), Illinois Steel Company and United States Steel

Supply Company (Illinois corporations), Michigan Limestone & Chemical Company (a Pennsylvania corporation), Oliver Iron Mining Company (a Minnesota corporation) and Tennessee Coal, Iron and Railroad Company (an Alabama corporation) was entered into by the directors of said Michigan Limestone & Chemical Company, under the corporate seal of said corporation, pursuant to resolutions adopted by the Board of Directors of said Michigan Limestone & Chemical Company at a meeting duly held on the 4th day of December, 1951, at which a special meeting of the stockholders of said corporation was called in accordance with the By-Laws, to be held on the 11th day of December, 1951, for the purpose of taking the same into consideration, which resolutions also authorized the President or any Vice President and the Secretary or any Assistant Secretary to sign, under the corporate seal of said corporation, and acknowledge said agreement on behalf of said corporation

2 Said agreement was duly submitted to the stockholders of said Michigan Limestone & Chemical Company at a special meeting thereof, duly held at the office of said corporation, No 2050 Guardian Building, Detroit, Wayne County, Michigan, on December 11, 1951, on written waiver of all notice required by law signed by all of the stockholders of said corporation for the purpose of taking the same into consideration

3 Said agreement was considered by the stockholders at said meeting and a vote of said stockholders was duly taken, by ballot, for the adoption or rejection of said agreement, each share of stock entitling the holder thereof to one vote,

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and the ballots of the stockholders were duly cast by the stockholders in person, or by duly constituted proxies; the ballots of the stockholders of said corporation so cast having been duly canvassed, it was found and declared that the holders of two thousand four hundred (2,400) shares of stock, being all and more than a majority and more than two-thirds of the issued and outstanding capital stock of said corporation, voted for, and the holders of no shares voted against, the adoption of said agreement. Thereupon said agreement was declared duly adopted by the stockholders of said corporation.

4. Said meeting of the stockholders of said Michigan Limestone & Chemical Company and said vote by ballot upon the adoption of said agreement were held and taken separately from the meetings and votes of the stockholders of each of the other eighteen corporations, parties to said agreement.

5 Articles of Merger conforming to the requirements of the Business Corporation Law of the Commonwealth of Pennsylvania (Acts of 1933, P. L. 364), as amended, and particularly Article IX, Sections 901 to 908, inclusive, thereof will be executed by each of the nineteen corporations, parties to said agreement, and will be filed in the State of Pennsylvania, and Articles of Merger conforming to the requirements of The Business Corporation Act of Illinois, 1933, as amended, and particularly Sections 61 to 70, inclusive, thereof will be executed by each of said nineteen corporations, and will be filed, together with said agreement, in the State of Illinois.

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6. Said agreement will be filed in Illinois along with said Articles of Merger to be filed in Illinois, in conformity with the laws of Illinois.

7 The principal office of said Michigan Limestone & Chemical Company is at No. 243 East Washington Street, New Castle, Lawrence County, Pennsylvania. The Secretary of the Commonwealth of Pennsylvania is the person designated to accept service of process against said corporation within said state Said Michigan Limestone & Chemical Company does not have a principal or registered office in the State of New Jersey

IN WITNESS WHEREOF, I have hereunto signed my name as Secretary and affixed the seal of said Michigan Limestone & Chemical Company this 11th day of December, 1951


Secretary

Signed, sealed and delivered
in the presence of





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CERTIFICATE

I, A R Morton, Secretary of Oliver Iron Mining Company, a corporation organized and existing under and by virtue of the laws of the State of Minnesota, do hereby certify in accordance with Title 14 Corporations, General of the Revised Statutes of New Jersey, 1937, as amended, and particularly R S 14 12-3 thereof, the General Corporation Law of the State of Delaware, as amended, and particularly Section 59 thereof, Article I of Chapter 31 of the West Virginia Code of 1931, as amended, and particularly Sections 63 and 63a thereof, the Minnesota Business Corporation Act (Chapter 300 of the Session Laws of Minnesota for 1933), as amended, and particularly Section 301 42 thereof, and the General Corporation Law of Alabama (Title 10 of the Code of Alabama, 1940), as amended, and particularly Section 95 of Chapter 5 thereof, that

1 The foregoing Agreement of Merger (herein sometimes referred to as the "agreement") by and between United States Steel Company, American Bridge Company, The American Steel and Wire Company of New Jersey, National Tube Company, Oil Well Supply Company, Universal Exploration Company and Virginia Bridge Company (New Jersey corporations), Columbia Steel Company, Consolidated Western Steel Corporation, Geneva Steel Company, Gerrard Steel Strapping Company, Pittsburgh Steamship Company and United States Steel Products Company (Delaware corporations), Bradley Transportation Company (a West Virginia corporation), Illinois Steel Company and United States Steel Supply Company

5 8 9

(Illinois corporations), Michigan Limestone & Chemical Company (a Pennsylvania corporation), Oliver Iron Mining Company (a Minnesota corporation) and Tennessee Coal, Iron and Railroad Company (an Alabama corporation) was entered into by the directors of said Oliver Iron Mining Company, under the corporate seal of said corporation, pursuant to resolutions adopted by the Board of Directors of said Oliver Iron Mining Company at a meeting duly held on the 3rd day of December, 1951, at which a special meeting of the stockholders of said corporation was called in accordance with the By-Laws, to be held on the 13th day of December, 1951, for the purpose of taking the same into consideration, which resolutions also authorized the President or any Vice President and the Secretary or any Assistant Secretary to sign, under the corporate seal of said corporation, and acknowledge said agreement on behalf of said corporation.

2. Said agreement was duly submitted to the stockholders of said Oliver Iron Mining Company at a special meeting thereof, duly held at the office of said corporation, Wolvin Building, Duluth, St. Louis County, Minnesota, on December 13, 1951, on written waiver of all notice required by law signed by all of the stockholders of said corporation for the purpose of taking the same into consideration

3 Said agreement was considered by the stockholders at said meeting and a vote of said stockholders was duly taken, by ballot, for the adoption or rejection of said agreement, each share of stock entitling the holder thereof to one vote, and the ballots of the stockholders were duly cast by the

7/11

stockholders in person, or by duly constituted proxies; the ballots of the stockholders of said corporation so cast having been duly canvassed, it was found and declared that the holders of sixteen thousand five hundred forty-seven and twenty-five thousandths (16,547.025) shares of stock, being all and more than a majority and more than two-thirds of the issued and outstanding capital stock of said corporation, voted for, and the holders of no shares voted against, the adoption of said agreement. Thereupon said agreement was declared duly adopted by the stockholders of said corporation.

[illegible][illegible]

6. Said agreement will be filed in Illinois along with said Articles of Merger to be filed in Illinois, in conformity with the laws of Illinois.

7. The principal office of said Oliver Iron Mining Company is at Wolvin Building, Duluth, St. Louis County, Minnesota. Said Oliver Iron Mining Company does not have a principal or registered office in the State of New Jersey.

IN WITNESS WHEREOF, I have hereunto signed my name as Secretary and affixed the seal of said Oliver Iron Mining Company this 13th day of December, 1951

A. R. Morton
Secretary

Signed, sealed and delivered
in the presence of

W. S. Dunan

Joel Pearson

CERTIFICATE

I, C R Sexton, Secretary of Tennessee Coal, Iron and Railroad Company, a corporation organized and existing under and by virtue of the laws of the State of Alabama, do hereby certify in accordance with Title 14 Corporations, General of the Revised Statutes of New Jersey, 1937, as amended, and particularly R S 14 12-3 thereof, the General Corporation Law of the State of Delaware, as amended, and particularly Section 59 thereof, Article I of Chapter 31 of the West Virginia Code of 1931, as amended, and particularly Sections 63 and 63a thereof, the Minnesota Business Corporation Act (Chapter 300 of the Session Laws of Minnesota for 1933), as amended, and particularly Section 301 42 thereof, and the General Corporation Law of Alabama (Title 10 of the Code of Alabama, 1940), as amended, and particularly Section 95 of Chapter 5 thereof, that

1 The foregoing Agreement of Merger (herein sometimes referred to as the "agreement") by and between United States Steel Company, American Bridge Company, The American Steel and Wire Company of New Jersey, National Tube Company, Oil Well Supply Company, Universal Exploration Company and Virginia Bridge Company (New Jersey corporations), Columbia Steel Company, Consolidated Western Steel Corporation, Geneva Steel Company, Gerrard Steel Strapping Company, Pittsburgh Steamship Company and United States Steel Products Company (Delaware corporations), Bradley Transportation Company (a West Virginia corporation), Illinois Steel Company and United States Steel Supply Company

(Illinois corporations), Michigan Limestone & Chemical Company (a Pennsylvania corporation), Oliver Iron Mining Company (a Minnesota corporation) and Tennessee Coal, Iron and Railroad Company (an Alabama corporation) was entered into by the directors of said Tennessee Coal, Iron and Railroad Company, under the corporate seal of said corporation, pursuant to resolutions adopted by the Board of Directors of said Tennessee Coal, Iron and Railroad Company at a meeting duly held on the 5th day of December, 1951, at which a special meeting of the stockholders of said corporation was called in accordance with the By-Laws, to be held on the 20th day of December, 1951, for the purpose of taking the same into consideration, which resolutions also authorized the President or any Vice President and the Secretary or any Assistant Secretary to sign, under the corporate seal of said corporation, and acknowledge said agreement on behalf of said corporation

2 Said agreement was duly submitted to the stockholders of said Tennessee Coal, Iron and Railroad Company at a special meeting thereof, duly held at the office of said corporation, at Fairfield, Jefferson County, Alabama, on December 20, 1951, on written waiver of all notice required by law signed by all of the stockholders of said corporation for the purpose of taking the same into consideration

3 Said agreement was considered by the stockholders at said meeting and a vote of said stockholders was duly taken, by ballot, for the adoption or rejection of said agreement,

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each share of stock entitling the holder thereof to one vote, and the ballots of the stockholders were duly cast by the stockholders in person, or by duly constituted proxies, the ballots of the stockholders of said corporation so cast having been duly canvassed, it was found and declared that the holders of three hundred twenty-five thousand two hundred eighty and one hundred seventy-five thousandths (325,280.175) shares of stock, being all and more than a majority and more than two-thirds of the issued and outstanding capital stock of said corporation, voted for, and the holders of no shares voted against, the adoption of said agreement. Thereupon said agreement was declared duly adopted by the stockholders of said corporation

4. Said meeting of the stockholders of said Tennessee Coal, Iron and Railroad Company and said vote by ballot upon the adoption of said agreement were held and taken separately from the meetings and votes of the stockholders of each of the other eighteen corporations, parties to said agreement

5 Articles of Merger conforming to the requirements of the Business Corporation Law of the Commonwealth of Pennsylvania (Acts of 1933, P. L. 364), as amended, and particularly Article IX, Sections 901 to 908, inclusive, thereof will be executed by each of the nineteen corporations, parties to said agreement, and will be filed in the State of Pennsylvania, and Articles of Merger conforming to the requirements of The Business Corporation Act of Illinois, 1933, as amended, and particularly Sections 61 to 70, inclusive, thereof will be executed by each of said nineteen

8 9 5

corporations, and will be filed, together with said agreement, in the State of Illinois.

6. Said agreement will be filed in Illinois along with said Articles of Merger to be filed in Illinois, in conformity with the laws of Illinois.

7. The principal office of said Tennessee Coal, Iron and Railroad Company is at Fairfield, Jefferson County, Alabama, and A. V. Wiebel is the agent therein and in charge thereof upon whom process against said corporation may be served within said state. Said Tennessee Coal, Iron and Railroad Company does not have a principal or registered office in the State of New Jersey.

IN WITNESS WHEREOF, I have hereunto signed my name as Secretary and affixed the seal of said Tennessee Coal, Iron and Railroad Company this 20th day of December, 1951.

C. V. L. L. L.
Secretary

Signed, sealed and delivered
in the presence of

A. H. Knight
C. G. Moebe

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THE ABOVE AGREEMENT OF MERGER, having been executed by all of the directors of each of the corporations which is a party to said agreement and having been adopted by the stockholders of each of said corporations in accordance with the laws of New Jersey, Delaware, West Virginia, Illinois, Minnesota and Alabama, the President, or a Vice President, and the Secretary of each corporation, party to said Agreement of Merger, DO NOW HEREBY EXECUTE this Agreement of Merger, under the corporate seal of said corporation, by authority of the directors and stockholders thereof, as the act, deed and agreement of said corporation, and each of said corporations has caused this Agreement of Merger to be signed in its name and on its behalf by its President, or a Vice President, and Secretary and its corporate seal to be hereto attached and attested by its Secretary on the date of the acknowledgement hereof by the officers of said corporation

UNITED STATES STEEL COMPANY
(organized under the laws of
the State of New Jersey)

By B. J. ...
President

B. M. Blough
Secretary

Attest

B. M. Blough
Secretary

AMERICAN BRIDGE COMPANY
(organized under the laws of
the State of New Jersey)

By R. M. ...
President

R. M. ...
Secretary

Attest

R. M. ...
Secretary

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THE AMERICAN STEEL AND WIRE
COMPANY OF NEW JERSEY
(organized under the laws of
the State of New Jersey)

Attest:

O. Truon
Secretary

By

[Signature]
President
O. Truon
Secretary

NATIONAL TUBE COMPANY
(organized under the laws of
the State of New Jersey)

Attest:

T. L. Weyand
Secretary

By

J. E. Noble
President
T. L. Weyand
Secretary

OIL WELL SUPPLY COMPANY
(organized under the laws of
the State of New Jersey)

Attest:

J. C. Drumm
Secretary

By

[Signature]
President
J. C. Drumm
Secretary

UNIVERSAL EXPLORATION COMPANY
(organized under the laws of
the State of New Jersey)

Attest:

C. L. Weston
Secretary

By

A. H. Michel
President
C. L. Weston
Secretary

8094

VIRGINIA BRIDGE COMPANY
(organized under the laws of
the State of New Jersey)

By *[Signature]*
President

[Signature]
Secretary

Attest-
[Signature]
Secretary

COLUMBIA STEEL COMPANY
(organized under the laws of
the State of Delaware)

By *[Signature]*
President

[Signature]
Secretary

Attest-
[Signature]
Secretary

CONSOLIDATED WESTERN STEEL
CORPORATION
(organized under the laws of
the State of Delaware)

By *[Signature]*
President

[Signature]
Secretary

Attest
[Signature]
Secretary

GENEVA STEEL COMPANY
(organized under the laws of
the State of Delaware)

By *[Signature]*
Vice President

[Signature]
Secretary

Attest
[Signature]
Secretary

900

GERRARD STEEL STRAPPING COMPANY
(organized under the laws of
the State of Delaware)

Attest

L. Smith
Secretary

By *[Signature]*
President

L. Smith
Secretary

PITTSBURGH STEAMSHIP COMPANY
(organized under the laws of
the State of Delaware)

Attest

[Signature]
Secretary

By *[Signature]*
President

[Signature]
Secretary

UNITED STATES STEEL PRODUCTS COMPANY
(organized under the laws of
the State of Delaware)

Attest.

E. B. Loomaker
Secretary

By *[Signature]*
President

E. B. Loomaker
Secretary

BRADLEY TRANSPORTATION COMPANY
(organized under the laws of
the State of West Virginia)

Attest

[Signature]
Secretary

By *[Signature]*
President

[Signature]
Secretary

901

ILLINOIS STEEL COMPANY
(organized under the laws of
the State of Illinois)

By *G. H. Ramsey*
President
[Signature]
Secretary

Attest:

[Signature]
Secretary

UNITED STATES STEEL SUPPLY COMPANY
(organized under the laws of
the State of Illinois)

By *G. B. Worthington*
President
[Signature]
Secretary

Attest

[Signature]
Secretary

MICHIGAN LIMESTONE & CHEMICAL
COMPANY
(organized under the laws of
the State of Pennsylvania)

By *[Signature]*
President
[Signature]
Secretary

Attest

[Signature]
Secretary

902

OLIVER IRON MINING COMPANY
(organized under the laws of
the State of Minnesota)

By R. T. Elstad
President

A. R. Morton
Secretary

Attest:

A. R. Morton
Secretary

TENNESSEE COAL, IRON AND RAILROAD
COMPANY
(organized under the laws of
the State of Alabama)

By A. V. Michels
President

C. D. Linton
Secretary

Attest:

C. D. Linton
Secretary

903

COMMONWEALTH OF PENNSYLVANIA)
COUNTY OF ALLEGHENY)

SS.

BE IT REMEMBERED that on this 7th day of December A. D 1951,
personally came before me, *Robert R. Wertz*, a Notary
Public in and for the county and state aforesaid, B. F. Fairless,
President, and R M Blough, Secretary, of United States Steel
Company, a corporation of the State of New Jersey and one of
the corporations described in and which executed the foregoing
Agreement of Merger, known to me personally to be such, and they,
the said B F Fairless, as such President, and the said R. M Blough,
as such Secretary, duly executed said Agreement of Merger before me
and acknowledged said Agreement of Merger to be the act, deed and
agreement of said United States Steel Company, that the signatures
of the said President and Secretary of said corporation to said
foregoing Agreement of Merger are in the proper handwritings of
said President and Secretary of said United States Steel Company
and that the seal affixed to said Agreement of Merger is the
common or corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of
office the day and year aforesaid

My commission expires

Robert R. Wertz
Notary Public
ROBERT R WERTZ, Notary Public
My Commission Expires
February 6, 1953

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Allegheny County. } ss.
County of Allegheny, State of Pennsylvania.

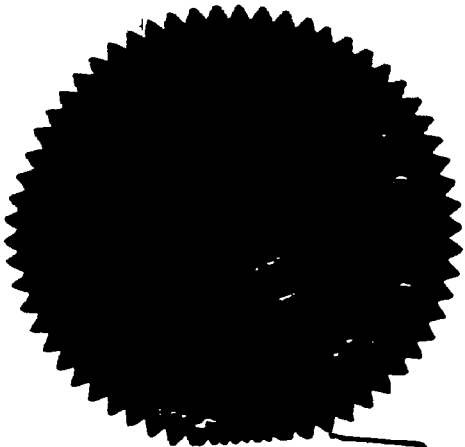
No. 10180

I, John B. Roberts, Prothonotary of the Court of Common Pleas, in and for the County of Allegheny, in the Commonwealth of Pennsylvania, the same being a Court of Law and Record and having a seal, do hereby certify that

Robert R. Roberts Esquire, before whom the foregoing ACKNOWLEDGMENT of AFFIDAVIT was taken, and who has shewn, in his own proper handwriting, subscribed his name, to the certificate of the proof or acknowledgment of the annexed instrument, was at that time, and is now, a JUSTICE of the Peace in and for said County aforesaid, duly commissioned and sworn and authorized by law to take and certify affidavits and the acknowledgments and proof of deeds to lands, etc., to be recorded, to all whose acts as such Justices of the Peace, and of right ought to be, given throughout the United States and elsewhere; and further that said instrument is executed in accordance with the Laws of this Commonwealth, and that I am acquainted with his signature and believe the same to be genuine.

In testimony whereof, I have hereunto set my hand and affixed the seal of the said Court, at Pittsburgh, in said County, this 7th day of Decr in the year of our Lord one thousand nine hundred and 51

By M. G. Gorman John B. Roberts Prothonotary
Deputy



COMMONWEALTH OF PENNSYLVANIA)
COUNTY OF ALLEGHENY }

SS.

BE IT REMEMBERED that on this 7th day of December A D 1951,
personally came before me, Robert R. Wertz, a Notary
Public in and for the county and state aforesaid, F. K. McDanel,
President, and R. A. Shaw, Secretary, of American Bridge Company,
a corporation of the State of New Jersey and one of the corporations
described in and which executed the foregoing Agreement of Merger,
known to me personally to be such, and they, the said F. K. McDanel,
as such President, and the said R. A. Shaw, as such Secretary, duly
executed said Agreement of Merger before me and acknowledged said
Agreement of Merger to be the act, deed and agreement of said
American Bridge Company, that the signatures of the said President
and Secretary of said corporation to said foregoing Agreement of
Merger are in the proper handwritings of said President and Secretary
of said American Bridge Company and that the seal affixed to said
Agreement of Merger is the common or corporate seal of said cor-
poration

IN WITNESS WHEREOF, I have hereunto set my hand and seal of
office the day and year aforesaid

My commission expires

Robert R. Wertz
Notary Public
ROBERT R. WERTZ, Notary Public
My Commission Expires
February 6, 1953

904

Allegheny County } ss.
Commonwealth of Pennsylvania.

No. 10181

I, David B. Roberts, Prothonotary of the Court of Common Pleas, in and for the County of Allegheny, in the Commonwealth of Pennsylvania, the same being a Court of Law and Record and having a seal, do hereby certify that

Robert R. Herk

Esquire,

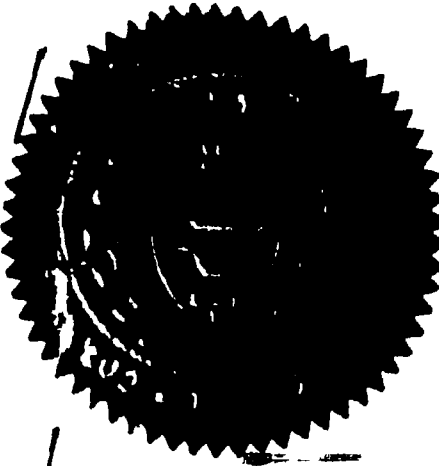
before whom the foregoing ACKNOWLEDGMENT or AFFIDAVIT was taken, and who has thereunto, in his own proper handwriting, subscribed his name, to the certificate of the proof or acknowledgment of the annexed instrument, was at that time, and is now, a NOTARY PUBLIC in and for said County aforesaid, duly commissioned and sworn and authorized by law to take and certify affidavits and the acknowledgments and proof of deeds to lands, etc., to be recorded, to all whose acts as such due faith and credit are, and of right ought to be, given throughout the United States and elsewhere, and further that said instrument is executed in accordance with the Laws of this Commonwealth, and that I am acquainted with his signature and believe the same to be genuine.

In Testimony Whereof, I have hereunto set my hand and affixed the seal of the said Court, at Pittsburgh, in said County, this 7th day of Dec in the year of our Lord one thousand nine hundred and 51

David B. Roberts Prothonotary

By *M. Currier*
Deputy

907



STATE OF OHIO

COUNTY OF CUYAHOGA

SS.

BE IT REMEMBERED that on this 10th day of December A. D. 1951, personally came before me, DON RYAN, a Notary Public in and for the county and state aforesaid, H B Jordan, President, and O. P. Moon, Secretary, of The American Steel and Wire Company of New Jersey, a corporation of the State of New Jersey and one of the corporations described in and which executed the foregoing Agreement of Merger, known to me personally to be such, and they, the said H B Jordan, as such President, and the said O P Moon, as such Secretary, duly executed said Agreement of Merger before me and acknowledged said Agreement of Merger to be the act, deed and agreement of said The American Steel and Wire Company of New Jersey, that the signatures of the said President and Secretary of said corporation to said foregoing Agreement of Merger are in the proper handwritings of said President and Secretary of said The American Steel and Wire Company of New Jersey and that the seal affixed to said Agreement of Merger is the common or corporate seal of said corporation

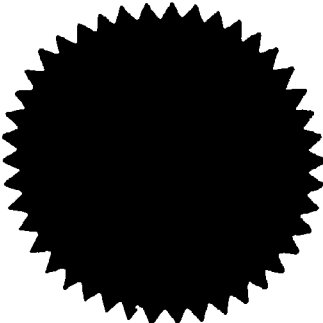
IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid

Don Ryan
Notary Public

My commission expires June 18, 1953

915

The State of Ohio, } ss.
Cuyahoga County }



I, LEONARD F. FUERST, Clerk of the Court of Common Pleas a Court of Record of Cuyahoga County, aforesaid,

Do hereby Certify that,

Don Ryan

before whom the annexed acknowledgment, oath affidavit, was taken, was at the date thereof a NOTARY PUBLIC, in and for said County, duly authorized by the laws of Ohio to take the same also to make acknowledgments, affidavits and proofs, of deeds or conveyances for land, tenements or hereditaments situated and lying in said State of Ohio, and further that I am well acquainted with his handwriting and believe his signature thereto is genuine, and that the annexed instrument is executed according to the laws of the State of Ohio.

Commission expires

June 18 - 1953

In Testimony Whereof, I hereunto subscribe my name and affix the seal of said Court, at Cleveland, Ohio, this 10th day of

No. S 7538

Don Ryan
CLERK. *13*

CLERK.

COMMONWEALTH OF PENNSYLVANIA }
COUNTY OF ALLEGHENY } SS.

BE IT REMEMBERED that on this 7th day of December
A D. 1951, personally came before me, Robert R Wertz,
a Notary Public in and for the county and state aforesaid, J. E.
Goble, President, and F. L. Wiegand, Jr., Secretary, of National
Tube Company, a corporation of the State of New Jersey and one
of the corporations described in and which executed the foregoing
Agreement of Merger, known to me personally to be such, and they,
the said J. E. Goble, as such President, and the said F. L.
Wiegand, Jr., as such Secretary, duly executed said Agreement of
Merger before me and acknowledged said Agreement of Merger to
be the act, deed and agreement of said National Tube Company,
that the signatures of the said President and Secretary of said
corporation to said foregoing Agreement of Merger are in the
proper handwritings of said President and Secretary of said
National Tube Company and that the seal affixed to said
Agreement of Merger is the common or corporate seal of said
corporation

IN WITNESS WHEREOF, I have hereunto set my hand and
seal of office the day and year aforesaid

Robert R. Wertz
Notary Public
ROBERT R WERTZ, Notary Public
My Commission Expires
February 6, 1953

My commission expires

910

Allegheny County, {
Commonwealth of Pennsylvania.

No. 10182

I, David B. Roberts, Prothonotary of the Court of Common Pleas,
in and for the County of Allegheny, in the Commonwealth of Pennsylvania, the
same being a Court of Law and Record and having a seal, do hereby certify that

Robert B. Trust Esquire,
before whom the foregoing ACKNOWLEDGMENT or AFFIDAVIT was taken, and who
has thereto, in his own proper handwriting, subscribed his name, to the certificate of the
proof or acknowledgment of the annexed instrument, was at that time, and is now, a NOTARY
PUBLIC in and for said County aforesaid, duly commissioned and sworn and authorized by
law to take and certify affidavits and the acknowledgments and proof of deeds to
lands, etc., to be recorded, to all whose acts as such due faith and credit are, and
of right ought to be, given throughout the United States and elsewhere; and further
that said instrument is executed in accordance with the Laws of this Commonwealth,
and that I am acquainted with his signature and believe the same to be genuine.

In Testimony Whereof, I have hereunto set my hand and affixed the seal of the
said Court, at Pittsburgh, in said County, this 27th day of Dec
in the year of our Lord one thousand nine hundred and 51

By M. Emery David B. Roberts Prothonotary
Deputy

STATE OF TEXAS

COUNTY OF DALLAS

SS.

BE IT REMEMBERED that on this 19th day of December A D 1951, personally came before me, RAYMOND SULLIVAN, a Notary Public in and for the county and state aforesaid, F F Murray, President, and J C Irwin, Secretary, of Oil Well Supply Company, a corporation of the State of New Jersey and one of the corporations described in and which executed the foregoing Agreement of Merger, known to me personally to be such, and they, the said F F Murray, as such President, and the said J C Irwin, as such Secretary, duly executed said Agreement of Merger before me and acknowledged said Agreement of Merger to be the act, deed and agreement of said Oil Well Supply Company, that the signatures of the said President and Secretary of said corporation to said foregoing Agreement of Merger are in the proper handwritings of said President and Secretary of said Oil Well Supply Company and that the seal affixed to said Agreement of Merger is the common or corporate seal of said corporation

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid


Notary Public

RAYMOND SULLIVAN, Notary Public in and for Dallas County, Texas. My Commission Expires June 1 1958

My commission expires

THE STATE OF TEXAS }
County of Dallas }

I ED. H. STEGER

Clerk of the County

Court of Dallas County, State of Texas, same being a Court of record, having a seal, do hereby certify that

RAYMOND SULLIVAN is and was on the 19th day of December A. D 19 51 ,
a Notary Public in and for Dallas County, State of Texas, residing in said County, duly commissioned and sworn
and authorized to administer oaths, take acknowledgments and proof of deeds and other instruments, in accordance

with the laws of the State of Texas, that ~~xxx~~_{his} term of office commenced on the 1st day of June

19 51 , and will expire on the 1st day of June 19 53 , and that I am acquainted with ~~xxx~~_{his}

handwriting and verily believe that ~~xxx~~_{his} signature written above is genuine, to certify which witness my hand and

seal of office this the 19th day of December A D 19 51

By

P. E. Grungett
Deputy

ED H. STEGER

Clerk County Court, Dallas County, Texas

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STATE OF ALABAMA
COUNTY OF JEFFERSON

} SS.

BE IT REMEMBERED that on this 20th day of December A.D 1951, personally came before me, BAYLESS MORRISON, a Notary Public in and for the county and state aforesaid, A V Wiebel, President, and C R Sexton, Secretary, of Universal Exploration Company, a corporation of the State of New Jersey and one of the corporations described in and which executed the foregoing Agreement of Merger, known to me personally to be such, and they, the said A V Wiebel, as such President, and the said C R Sexton, as such Secretary, duly executed said Agreement of Merger before me and acknowledged said Agreement of Merger to be the act, deed and agreement of said Universal Exploration Company, that the signatures of the said President and Secretary of said corporation to said foregoing Agreement of Merger are in the proper handwritings of said President and Secretary of said Universal Exploration Company and that the seal affixed to said Agreement of Merger is the common or corporate seal of said corporation

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid

Bayless Morrison
Notary Public

My commission expires

July 25, 1955

911

The State of Alabama,
JEFFERSON COUNTY

CIRCUIT COURT
Tenth Judicial Circuit of Alabama

I JULIAN SWIFT, Clerk of the Circuit Court of the Tenth Judicial Circuit of Alabama in and for said State and County the same being a Court of Records and having a Seal do hereby certify that

Bayless Morrison

_____ who subscribed the annexed Certificate of Acknowledgment was at the time of taking the same a Notary Public residing in said County and duly authorized by the laws of said State to certify the same as well as to take and certify the proof and acknowledgment of Deeds to be recorded therein and that the same is taken and certified in all respects as required by the laws of said State and I further certify that I am well acquainted with the handwriting of the above named Notary Public, and verily believe that the signature attached to the annexed certificate to be genuine I further certify that the laws of the State of Alabama do not require that the impression of the seal of said Notary Public be deposited in my office

IN WITNESS WHEREOF, I have hereunto set my hand and official

seal this 20 day of Dec. 1951

Julian Swift
Clerk Circuit Court Tenth Judicial Circuit of Alabama.

STATE OF ALABAMA
COUNTY OF JEFFERSON

SS.

BE IT REMEMBERED that on this 20th day of December A.D 1951, personally came before me, BAYLESS MORRISON, a Notary Public in and for the county and state aforesaid, A V Wiebel, President, and C R. Sexton, Secretary, of Universal Exploration Company, a corporation of the State of New Jersey and one of the corporations described in and which executed the foregoing Agreement of Merger, known to me personally to be such, and they, the said A V Wiebel, as such President, and the said C R Sexton, as such Secretary, duly executed said Agreement of Merger before me and acknowledged said Agreement of Merger to be the act, deed and agreement of said Universal Exploration Company, that the signatures of the said President and Secretary of said corporation to said foregoing Agreement of Merger are in the proper handwritings of said President and Secretary of said Universal Exploration Company and that the seal affixed to said Agreement of Merger is the common or corporate seal of said corporation

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid

Bayless Morrison
Notary Public

My commission expires

July 25, 1955

COMMONWEALTH OF VIRGINIA)
CITY OF ROANOKE) SS

BE IT REMEMBERED that on this 21st day of December A D
1951, personally came before me, Russell J Simmons,
a Notary Public in and for the city and state aforesaid, F. K. McDanel,
President, and R L Mastin, Secretary, of Virginia Bridge Company,
a corporation of the State of New Jersey and one of the corporations
described in and which executed the foregoing Agreement of Merger,
known to me personally to be such, and they, the said F K McDanel,
as such President, and the said R L Mastin, as such Secretary,
duly executed said Agreement of Merger before me and acknowledged said
Agreement of Merger to be the act, deed and agreement of said Virginia
Bridge Company, that the signatures of the said President and Secretary
of said corporation to said foregoing Agreement of Merger are in the
proper handwritings of said President and Secretary of said Virginia
Bridge Company and that the seal affixed to said Agreement of Merger
is the common or corporate seal of said corporation

IN WITNESS WHEREOF, I have hereunto set my hand and seal
of office the day and year aforesaid

Russell J Simmons
Notary Public

My commission expires

on the 1st day of May 31 1954

914

State of Virginia City of Roanoke, s. s.

I, R J WATSON, Clerk of the Hustings Court for the City of Roanoke, in the State of Virginia, the same being a Court of record and having a common seal, hereby certify that RUSSELL J. STIMMONS before whom the foregoing ACKNOWLEDGEMENT was made, and whose name is subscribed thereto, was at the time of taking the same a Notary Public in and for the City of Roanoke, in the State of Virginia duly commissioned and qualified as such, and authorized to administer oaths and affirmations and to take acknowledgments and proofs of deeds or conveyances for lands tenements and hereditaments in the said City of Roanoke and

to all whose acts as such Notary Public full faith and credit are and ought to be given as well in courts of judicature as elsewhere, and further that I am well acquainted with the handwriting of the said Notary Public and verily believe the signature thereto is genuine

IN TESTIMONY WHEREOF I have hereto set my hand and affixed the seal of the said Court this 21st day of December in the year of our Lord one thousand nine hundred and Fifty One.

R J Watson CLERK

STATE OF CALIFORNIA

CITY AND COUNTY OF SAN FRANCISCO

33.

BE IT REMEMBERED that on this 17th day of December A.D.

1951, personally came before me, LUCIE M REINCKE, a Notary Public in and for the city, county and state aforesaid, A. G. Roach, President, and Thomas Ashby, Secretary, of Columbia Steel Company, a corporation of the State of Delaware and one of the corporations described in and which executed the foregoing Agreement of Merger, known to me personally to be such, and they, the said A. G. Roach, as such President, and the said Thomas Ashby, as such Secretary, duly executed said Agreement of Merger before me and acknowledged said Agreement of Merger to be the act, deed and agreement of said Columbia Steel Company, that the signatures of the said President and Secretary of said corporation to said foregoing Agreement of Merger are in the proper handwritings of said President and Secretary of said Columbia Steel Company and that the seal affixed to said Agreement of Merger is the common or corporate seal of said corporation

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.

IN WITNESS WHEREOF, I have hereunto set my hand and seal
of office the day and year aforesaid.

Louis M. Penick
Notary Public

Notary Public

My commission expires

NOTARY PUBLIC
in and for the City and County of San Francisco
State of California
My Commission Expires November 19 1956

915

STATE OF CALIFORNIA
City and County of San Francisco

I Martin Morgan County Clerk and Clerk of the Superior Court of the State of California in and for the City and County of San Francisco which Court is a Court of Record having by law a seal, DO HEREBY CERTIFY That

LUCIE M. REINCKE

whose name is subscribed to the attached certificate of acknowledgment, proof or affidavit, was at the time of taking said acknowledgment, proof or affidavit a Notary Public in and for the City and County of San Francisco duly commissioned and sworn and residing in said City and County and was as such an officer of said State, duly authorized by the laws thereof to take and certify the same as well as to take and certify the proof and acknowledgment of deeds and other instruments in writing to be recorded in said State and that full faith and credit are and ought to be given to his official acts that the certificate of such officer is required to be under seal that the impression of his official seal is no require by law to be on file in the office of the County Clerk, I further certify that I am well acquainted with the handwriting of said notary and verily believe that the signature to the attached certificate is genuine and further that the annexed instrument executed and acknowledged according to the laws of the State of California.

In witness whereof I have hereunto set my hand and annexed the seal of the Superior Court of the State of California, in and for the City and County of San Francisco.

Dated. DEC 17 1951

Martin Morgan

Clerk

23.

Lucas M. Penick
Notary Public

NOTARY PUBLIC
in and for the City of _____
State of California
My Commission Expires No _____ 1954

970

F No. 1215

STATE OF CALIFORNIA
City and County of San Francisco { ss.

I, Martin Mongan, County Clerk and Clerk of the Superior Court of the State of California, in and for the City and County of San Francisco, which Court is a Court of Record, having by law a seal, DO HEREBY CERTIFY That

LUCIE M. REINCKE

whose name is subscribed to the attached certificate of acknowledgment, proof or affidavit, was at the time of making said acknowledgment, proof or affidavit, a Notary Public in and for the City and County of San Francisco, duly commissioned and sworn and residing in said City and County, and was, as such, an officer of said State, duly authorized by the laws thereof to take and certify the same, as well as to take and certify the proof and acknowledgment of deeds and other instruments in writing to be recorded in said State, and that full faith and credit are and ought to be given to his official acts, that the certificate of such officer is required to be under seal that the impression of his official seal is not required by law to be on file in the office of the County Clerk, I further certify that I am well acquainted with the handwriting of said notary and verily believe that the signature to the attached certificate is genuine, and further that the annexed instrument is executed and acknowledged according to the laws of the State of California.

In witness whereof, I have hereunto set my hand and annexed the seal of the Superior Court of the State of California, in and for the City and County of San Francisco.

Dated: DEC 17 1951

Martin Mongan 921

STATE OF CALIFORNIA)
CITY AND COUNTY OF SAN FRANCISCO) SS

BE IT REMEMBERED that on this 17th day of December A D
1951, personally came before me, LUCIE M REINCKE,
a Notary Public in and for the city, county and state aforesaid,
A G Roach, President, and J M Robinson, Secretary, of Consolidated
Western Steel Corporation, a corporation of the State of Delaware
and one of the corporations described in and which executed the fore-
going Agreement of Merger, known to me personally to be such, and they,
the said A G Roach, as said President, and the said J M Robinson,
as such Secretary, duly executed said Agreement of Merger before me
and acknowledged said Agreement of Merger to be the act, deed and
agreement of said Consolidated Western Steel Corporation, that the
signatures of the said President and Secretary of said corporation
to said foregoing Agreement of Merger are in the proper handwritings of
said President and Secretary of said Consolidated Western Steel Corporation
and that the seal affixed to said Agreement of Merger is the common

STATE OF CALIFORNIA)
City and County of San Francisco (ss.

I, Martin Morgan, County Clerk and Clerk of the Superior Court of the State
of California in and for the City and County of San Francisco, which Court is a
Court of Record having by law a seal DO HEREBY CERTIFY That

LUCIE M. REINCKE.

whose name is subscribed to the attached certificate of acknowledgment, proof or
affidavit, was at the time of taking said acknowledgment, proof or affidavit, a Notary
Public in and for the City and County of San Francisco duly commissioned and
sworn and residing in said City and County and was as such an officer of said
State duly authorized by the laws thereof to take and certify the same as well as
to take and certify the proof and acknowledgment of deeds and other instruments
in writing to be recorded in said State and that full faith and credit are and ought
to be given to his official acts that the certificate of such officer is required to be
under seal that the impression of his official seal is not required by
file in the office of the County Clerk I further certify that I am well acquainted
with the handwriting of said notary and verily believe that the signature to the at-
tached certificate is genuine and further that the annexed instrument is executed
and acknowledged according to the laws of the State of California.

In witness whereof I have hereunto set my hand and annexed the seal of
the Superior Court of the State of California, in and for the City and County of San
Francisco.

Dated:

DEC 17 1951

Martin Morgan

STATE OF UTAH
COUNTY OF SALT LAKE

} ss.

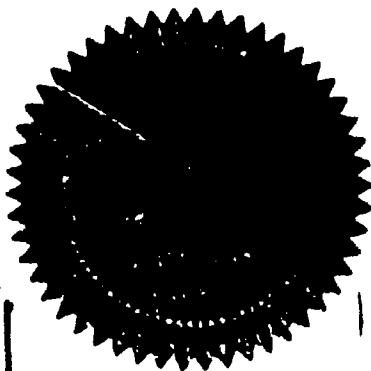
I, ALVIN KEDDINGTON, Clerk of the Third Judicial District Court in and for said County
the same being a Court of Record, DO HEREBY CERTIFY that....

NED WARNOCK

whose name is signed to the certi

ficate of the proof or acknowledgment of the annexed instrument, and thereon written, was, at
the time of taking such proof or acknowledgment, a NOTARY PUBLIC in and for said county and
state, dwelling in the said county, duly sworn, and authorized by the laws of said state to take and
certify the acknowledgment and proof of deeds or conveyances for lands, tenements or heredita-
ments in said state. And further, that I verily believe that the signature to said certificate of
proof or acknowledgment is genuine. And I further certify that said instrument is executed
and acknowledged according to the Laws of the State of Utah.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of said court
at Salt Lake City Salt Lake County State of Utah, this, 15th day of
December... .., 19 51



Alvin Keddington
473

STATE OF UTAH }
COUNTY OF SALT LAKE } SS.

BE IT REMEMBERED that on this 15th day of December A D 1951,
personally came before me, **NED WARNOCK**, a Notary
Public in and for the county and state aforesaid, L J Westhaver,
Vice President, and M L Heald, Secretary, of Geneva Steel
Company, a corporation of the State of Delaware and one of the
corporations described in and which executed the foregoing
Agreement of Merger, known to me personally to be such, and
they, the said L J Westhaver, as such Vice President, and
the said M L Heald, as such Secretary, duly executed said
Agreement of Merger before me and acknowledged said Agreement
of Merger to be the act, deed and agreement of said Geneva Steel
Company, that the signatures of the said Vice President and
Secretary of said corporation to said foregoing Agreement of
Merger are in the proper handwritings of said Vice President
and Secretary of said Geneva Steel Company and that the seal
affixed to said Agreement of Merger is the common or corporate
- seal of said corporation

IN WITNESS WHEREOF, I have hereunto set my hand and seal
of office the day and year aforesaid


Notary Public

My commission expires

Jan 1, 1953

STATE OF ILLINOIS)
COUNTY OF COOK) SS.

BE IT REMEMBERED that on this 2nd day of December A D. 1951,
personally came before me, DORIS V OLSON, a Notary
Public in and for the county and state aforesaid, H. G. Walter,
President, and G. Muth, Secretary, of Gerrard Steel Strapping
Company, a corporation of the State of Delaware and one of the
corporations described in and which executed the foregoing
Agreement of Merger, known to me personally to be such, and
they, the said H G Walter, as such President, and the said
G. Muth, as such Secretary, duly executed said Agreement of
Merger before me and acknowledged said Agreement of Merger to
be the act, deed and agreement of said Gerrard Steel Strapping
Company, that the signatures of the said President and
Secretary of said corporation to said foregoing Agreement of
Merger are in the proper handwritings of said President and
Secretary of said Gerrard Steel Strapping Company and that the
seal affixed to said Agreement of Merger is the common or
corporate seal of said corporation

IN WITNESS WHEREOF, I have hereunto set my hand and seal
of office the day and year aforesaid

Doris V. Olson
Notary Public

My commission expires

Oct 14, 1954

924

STATE OF ILLINOIS }
COUNTY OF COOK } SS

BE IT REMEMBERED that on this 2nd day of December A D. 1951,
personally came before me, DORIS V OLSON, a Notary
Public in and for the county and state aforesaid, H. G. Walter,
President, and G. Muth, Secretary, of Gerrard Steel Strapping
Company, a corporation of the State of Delaware and one of the

Form 136

STATE OF ILLINOIS }
COOK COUNTY } ss

I, RICHARD J DALEY County Clerk of the County of Cook, and
also, Clerk of the County Court of said County same being a Court of Record,
Do HEREBY CERTIFY that, as County Clerk, I am the lawful custodian of the official records of Notaries Public of said County and, as
County Clerk, am by the law of Illinois the duly authorized County Officer to issue Certificates of Magistracy that,

Doris V Olson
whose name is subscribed to the proof of acknowledgment of the annexed instrument in
writing was, at the time of taking such proof of acknowledgment, a Notary Public in and
for Cook County duly commissioned, sworn and acting as such and authorized to take
acknowledgments and proofs of deeds or conveyances of lands, tenements or hereditaments,
in said State of Illinois, and to administer oaths all of which appears from the records and
files in the County Clerk's office that I am well acquainted with the handwriting of said
Notary and verily believe that the signature to the said proof of acknowledgment is genuine.

IN TESTIMONY WHEREOF I have hereunto set my hand and affixed my official seal
as County Clerk, same being the seal of the County of Cook, at my office as County Clerk,

in the City of Chicago, this 12 day of Dec

A. D. 1951 Richard J Daley County Clerk.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the County
Court of Cook County at my office as Clerk of the County Court, in the City of Chicago,

this 12 day of Dec A. D. 1951

Richard J Daley
Clerk of the County Court.

31842

My commission expires

Oct 14, 1954

STATE OF OHIO

COUNTY OF CUYAHOGA

} SS

BE IT REMEMBERED that on this 10th day of December
A.D. 1951, personally came before me, DON RYAN,
a Notary Public in and for the county and state aforesaid,
W C Hemingway, President, and J C Geissler, Secretary, of
Pittsburgh Steamship Company, a corporation of the State of
Delaware and one of the corporations described in and which
executed the foregoing Agreement of Merger, known to me personally
to be such, and they, the said W C Hemingway, as such President,
and the said J C Geissler, as such Secretary, duly executed said
Agreement of Merger before me and acknowledged said Agreement of
Merger to be the act, deed and agreement of said Pittsburgh Steamship
Company, that the signatures of the said President and Secretary of
said corporation to said foregoing Agreement of Merger are in the
proper handwritings of said President and Secretary of said
Pittsburgh Steamship Company, and that the seal affixed to said
Agreement of Merger is the common or corporate seal of said corpo-
ration

IN WITNESS WHEREOF, I have hereunto set my hand and seal
of office the day and year aforesaid

Don Ryan
Notary Public

My commission expires June 18, 1953

The State of Ohio, } ss.
Cuyahoga County

I LEONARD F FUERST, Clerk of the Court of Common Pleas a Court of Record of Cuyahoga County, aforesaid,

Do hereby Certify that,

Don Ryan

before whom the annexed acknowledgment, oath, affidavit was taken, was at the date thereof a NOTARY PUBLIC, in and for said County, duly authorized by the laws of Ohio to take the same, also to make acknowledgments, affidavits and proofs, of deeds or conveyances for land, tenements or hereditaments situated and lying in said State of Ohio and further that I am well acquainted with his handwriting and believe his signature thereto is genuine and that the annexed instrument is executed according to the laws of the State of Ohio.

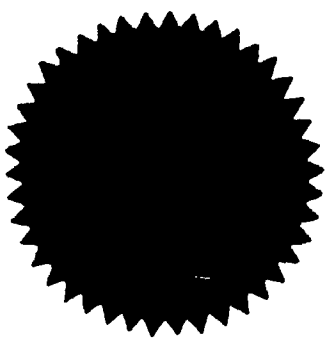
Commission expires.....

June 18th 1953

In Testimony Whereof, I hereunto subscribe my name and affix the seal of said Court, at Cleveland Ohio, this 10 day of *July* A.D. 1951

No. S 7860

Leonard F. Fuerst
CLERK *LF*



STATE OF NEW YORK }
COUNTY OF NEW YORK } SS.

BE IT REMEMBERED that on this 22^d day of December
A.D. 1951, personally came before me, ROBERT E CLARK,
a Notary Public in and for the county and state aforesaid,
John Hauerwaas, President, and G B Schoonmaker, Secretary, of
United States Steel Products Company, a corporation of the State
of Delaware and one of the corporations described in and which
executed the foregoing Agreement of Merger, known to me person-
ally to be such, and they, the said John Hauerwaas, as such
President, and the said G B Schoonmaker, as such Secretary,
duly executed said Agreement of Merger before me and acknowledged
said Agreement of Merger to be the act, deed and agreement of said
United States Steel Products Company, that the signatures of the
said President and Secretary of said corporation to said foregoing
Agreement of Merger are in the proper handwritings of said
President and Secretary of said United States Steel Products
Company and that the seal affixed to said Agreement of Merger is
the common or corporate seal of said corporation

IN WITNESS WHEREOF, I have hereunto set my hand and seal
of office the day and year aforesaid

Robert E Clark
Notary Public

ROBERT E. CLARK
Notary Public, State of New York
No 31 5711350
Qualified in New York County
Certs. filed with N Y Co. Clerk & Reg. off.
Term Expires March 30 1962

My commission expires

978 -

State of New York, } ss.
County of New York }

No. 14650

Form 1

I ARCHIBALD R. WATSON, County Clerk and Clerk of the Supreme Court, New York County, a Court of Record having by law a seal, DO HEREBY CERTIFY that

Archibald R. Watson
whose name is subscribed to the annexed affidavit, deposition, certificate of acknowledgment or proof, was at the time of taking the same a NOTARY PUBLIC in and for the State of New York, duly commissioned and sworn and qualified to act as such throughout the State of New York that pursuant to law a commission or a certificate of his official character, and his autograph signature have been filed in my office that as such Notary Public he was duly authorized by the laws of the State of New York to administer oaths and affirmations to receive and certify the acknowledgment or proof of deeds, mortgages powers of attorney and other written instruments for lands tenements and hereditaments to be read in evidence or recorded in this State to protest notes and to take and certify affidavits and depositions and that I am well acquainted with the handwriting of such Notary Public, or have compared the signature on the annexed instrument with his autograph signature deposited in my office, and believe that the signature is genuine.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal

this 17th day of November, 1954

FEE PAID 254

Archibald R. Watson
County Clerk and Clerk of the Supreme Court New York County

STATE OF MICHIGAN)
)
COUNTY OF WAYNE) ss.

BE IT REMEMBERED that on this 11th day of December
A D. 1951, personally came before me, KARL A RIEGER,
a Notary Public in and for the county and state aforesaid,
I. L. Clymer, President, and J P Kinville, Secretary, of
Bradley Transportation Company, a corporation of the State of
West Virginia and one of the corporations described in and
which executed the foregoing Agreement of Merger, known to me
personally to be such, and they, the said I. L. Clymer, as such
President, and the said J P Kinville, as such Secretary, duly
executed said Agreement of Merger before me and acknowledged said
Agreement of Merger to be the act, deed and agreement of said
Bradley Transportation Company, that the signatures of the said
President and Secretary of said corporation to said foregoing
Agreement of Merger are in the proper handwritings of said
President and Secretary of said Bradley Transportation Company
that the seal affixed to said Agreement of Merger is the
corporate seal of said corporation

IN WITNESS WHEREOF, I have hereunto set my hand and
office the day and year aforesaid

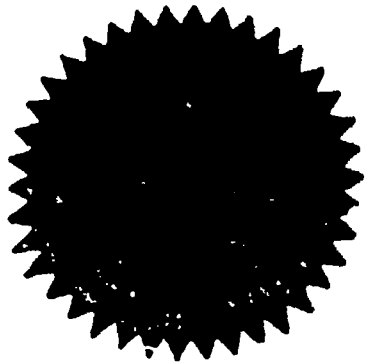
Karl A Rieger
Notary Public

Commission expires my Commission Expires February 12, 1955

570

No B 287402

STATE OF MICHIGAN, } ss.
County of Wayne }



E-329 10 Rha. 5-51

NOTARIAL ACKNOWLEDGMENT

I, EDGAR M. BRANIGIN, Clerk of the Circuit Court for the County of Wayne which is a Court of Record, having a seal,

Do Hereby Certify, That KARL A. RIEGER whose name is subscribed to the Certificate or Proof of acknowledgment of the annexed instrument and therein written was, at the time of taking such proof or acknowledgment a Notary Public in and for said County duly commissioned and qualified and duly authorized to take the same. And, further, That I am well acquainted with the handwriting of such Notary Public, and verily believe that the Signature to the said Certificate or proof of acknowledgment is genuine. I further certify, That said instrument is executed and acknowledged according to the laws of this State.

In Testimony Whereof, I have hereunto set my hand and affixed the seal of said Court and County at Detroit, this 11th day of December A. D. 1951

EDGAR M. BRANIGIN, Clerk

W.S. Mohardt Deputy Clerk
W. S. MOHARDT

COMMONWEALTH OF PENNSYLVANIA)
) SS
COUNTY OF ALLEGHENY)

BE IT REMEMBERED that on this *24th* day of
December A D 1951, personally came before me, *Robert*
R. Wertz, a Notary Public in and for the county and
state aforesaid, G W Rooney, President, and H G Irons, Secre-
tary, of Illinois Steel Company, a corporation of the State of
Illinois and one of the corporations described in and which
executed the foregoing Agreement of Merger, known to me personally
to be such, and they, the said G W Rooney, as such President,
and the said H G Irons, as such Secretary, duly executed said
Agreement of Merger before me and acknowledged said Agreement of
Merger to be the act, deed and agreement of said Illinois Steel
Company, that the signatures of the said President and Secretary
of said corporation to said foregoing Agreement of Merger are in
the proper handwritings of said President and Secretary of said
Illinois Steel Company and that the seal affixed to said Agreement
of Merger is the common or corporate seal of said corporation

IN WITNESS WHEREOF, I have hereunto set my hand and seal
of office the day and year aforesaid

My commission expires

Robert R. Wertz
Notary Public
ROBERT R. WERTZ, Notary Public
My Comm. on Exp. 25
February 6 1953

u 22

Allegheny County, } ss.
Commonwealth of Pennsylvania.

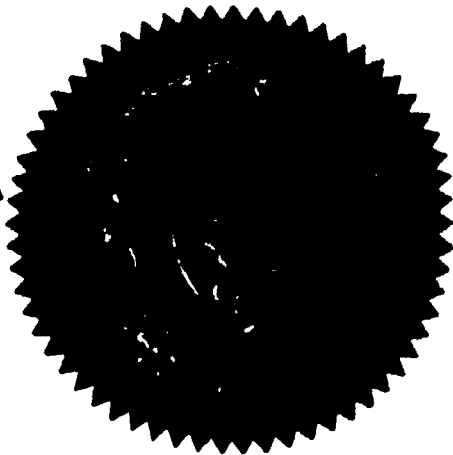
No. 10388

I, David B. Roberts, Prothonotary of the Court of Common Pleas,
in and for the County of Allegheny, in the Commonwealth of Pennsylvania, the
same being a Court of Law and Record and having a seal, do hereby certify that

Robert R. Roberts Esquire,
before whom the foregoing **ACKNOWLEDGMENT OF AFFIDAVIT** was taken, and who
has thereunto, in his own proper handwriting, subscribed his name, to the certificate of the
proof or acknowledgment of the annexed instrument, was at that time, and is now, a **NOTARY**
PUBLIC in and for said County aforesaid, duly commissioned and sworn and authorized by
law to take and certify affidavits and the acknowledgments and proof of deeds to
lands, etc., to be recorded, to all whose acts as such due faith and credit are, and
of right ought to be, given throughout the United States and elsewhere, and further
that said instrument is executed in accordance with the Laws of this Commonwealth,
and that I am acquainted with his signature and believe the same to be genuine.

In Testimony Whereof, I have hereunto set my hand and affixed the seal of the
said Court, at Pittsburgh, in said County, this 24th day of Decr.
in the year of our Lord one thousand nine hundred and 51

By M. Camino Deputy
David B. Roberts Prothonotary



STATE OF ILLINOIS
COUNTY OF COOK

} SS.

BE IT REMEMBERED that on this 12th day of December A D. 1951, personally came before me, *Doris V Olson*, a Notary Public in and for the county and state aforesaid, L B Worthington, President, and S D Flinn, Secretary of United States Steel Supply Company, a corporation of the State of Illinois and one of the corporations described in and which executed the foregoing Agreement of Merger, known to me personally to be such, and they, the said L B Worthington, as such President, and the said S D Flinn, as such Secretary, duly executed said Agreement of Merger before me and acknowledged said Agreement of Merger to be the act, deed and agreement of said United States Steel Supply Company, that the signatures of the said President and Secretary of said corporation to said foregoing Agreement of Merger are in the proper handwritings of said President and Secretary of said United States Steel Supply Company and that the seal affixed to said Agreement of Merger is the common or corporate seal of said corporation

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid

Doris V. Olson
Notary Public

My commission expires

Oct 14, 1954

934

STATE OF ILLINOIS

COUNTY OF COOK

SS.

BE IT REMEMBERED that on this 12th day of December
A D. 1951, personally came before me, Doris V Olson,
a Notary Public in and for the county and state aforesaid, L B
Worthington, President, and S D Flinn, Secretary of United

~~Worthington, President, and S D Flinn, Secretary of United~~
a corporation of the State of

Form 136

STATE OF ILLINOIS }
COOK COUNTY } ss.

I, RICHARD J DALEY County Clerk of the County of Cook, and
also, Clerk of the County Court of said County, same being a Court of Record,
Do HEREBY CERTIFY that, as County Clerk, I am the lawful custodian of the official records of Notaries Public of said County and, as
County Clerk, am by the law of Illinois the duly authorized County Officer to issue Certificates of Magistracy that,

Doris V Olson

whose name is subscribed to the proof of acknowledgment of the annexed instrument in
writing was, at the time of taking such proof of acknowledgment, a Notary Public in and
for Cook County duly commissioned, sworn and acting as such and authorized to take
acknowledgments and proofs of deeds or conveyances of lands, tenements or hereditaments,
in said State of Illinois, and to administer oaths all of which appears from the records and
files in the County Clerk's office that I am well acquainted with the handwriting of said
Notary and verily believe that the signature to the said proof of acknowledgment is genuine.

IN TESTIMONY WHEREOF I have hereunto set my hand and affixed my official seal
as County Clerk, same being the seal of the County of Cook, at my office as County Clerk,

in the City of Chicago, this

12 day of Dec

A D 1951

Richard J Daley
County Clerk

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the County
Court of Cook County, at my office as Clerk of the County Court, in the City of Chicago,

this

12 day of Dec

A. D 1951

Richard J Daley
Clerk of the County Court.

627 31042

My commission expires

Oct 14, 1954

934

STATE OF MICHIGAN }
COUNTY OF WAYNE } SS.

BE IT REMEMBERED that on this 11th day of December
A D 1951, personally came before me, KARL A RIEGER,
a Notary Public in and for the county and state aforesaid,
I L Clymer, President, and J G Patterson, II, Secretary, of
Michigan Limestone & Chemical Company, a corporation of the State
of Pennsylvania and one of the corporations described in and which
executed the foregoing Agreement of Merger, known to me personally
to be such, and they, the said I L Clymer, as such President, and
the said J. G. Patterson, II, as such Secretary, duly executed said
Agreement of Merger before me and acknowledged said Agreement of
Merger to be the act, deed and agreement of said Michigan
Limestone & Chemical Company, that the signatures of the said
President and Secretary of said corporation to said foregoing
Agreement of Merger are in the proper handwritings of said
President and Secretary of said Michigan Limestone & Chemical
Company and that the seal affixed to said Agreement of Merger is
the common or corporate seal of said corporation

IN WITNESS WHEREOF, I have hereunto set my hand and seal
this 11th day and year aforesaid

Karl A Rieger
Notary Public

My Commission Expires February 12, 1955

1

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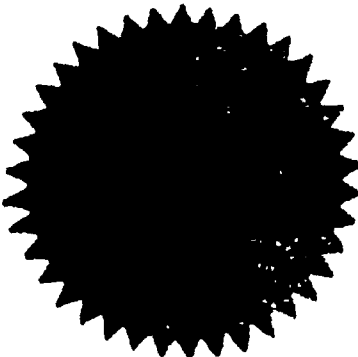
AG

Pre

Com

No. B 287403

STATE OF MICHIGAN }
County of Wayne }



E-339 10 Rls. 5-51

NOTARIAL ACKNOWLEDGMENT

I, EDGAR M. BRANIGIN, Clerk of the Circuit Court for the County of Wayne, which is a Court of Record, having a seal

KARL A. RIEGER

Do Hereby Certify, That, whose name is subscribed to the Certificate or Proof of acknowledgment of the annexed instrument and thereon written was, at the time of taking such proof or acknowledgment a Notary Public in and for said County, duly commissioned and qualified and duly authorized to take the same. And, further That I am well acquainted with the handwriting of such Notary Public, and verily believe that the Signature to the said Certificate or proof of acknowledgment is genuine. I further certify, That said instrument is executed and acknowledged according to the laws of this State.

In Testimony Whereof, I have hereunto set my hand and affixed the seal of said Court
11th December
and County at Detroit, this _____ day of _____ A. D. 19__ 51

EDGAR M. BRANIGIN Clerk

G. S. Roberts Deputy Clerk

STATE OF MINNESOTA }
COUNTY OF SAINT LOUIS } SS.

BE IT REMEMBERED that on this 13th day of December
A.D. 1951, personally came before me, *Theo Archer*,
a Notary Public in and for the county and state aforesaid,
R T, Elstad, President, and A. R. Morton, Secretary, of Oliver
Iron Mining Company, a corporation of the State of Minnesota
and one of the corporations described in and which executed the
foregoing Agreement of Merger, known to me personally to be such,
and they, the said R T Elstad, as such President, and the said
A. R Morton, as such Secretary, duly executed said Agreement of
Merger before me and acknowledged said Agreement of Merger to be
the act, deed and agreement of said Oliver Iron Mining Company,
that the signatures of the said President and Secretary of said
corporation to said foregoing Agreement of Merger are in the
proper handwritings of said President and Secretary of said Oliver
Iron Mining Company and that the seal affixed to said Agreement
of Merger is the common or corporate seal of said corporation
IN WITNESS WHEREOF, I have hereunto set my hand and
seal of office the day and year aforesaid

Theo Archer
Notary Public

THEO ARCHER,
Notary Public St. Louis County Minnesota
My Commission Expires October 9 1952.

My commission expires

938

State of Minnesota, } ss
COUNTY OF ST LOUIS



I FRED A H Clerk of the District Court for the County of St Louis
which is a Court of Record having a seal

Do Hereby Certify That **THEO. ARCHER**
the person before whom the foregoing acknowledgment was taken and who
name is subscribed thereto was on the **13th** day of **December**

19 **51** therein mentioned a notary public in and for said County then resident
therein duly commissioned and sworn and authorized by the laws of said State
of Minnesota to take the proof or acknowledgment of deeds and other instru-
ments in writing to be recorded therein and to administer oaths or affirmations
in said County and that I am well acquainted with the handwriting of said
Notary Public and verily believe that the signature of said officer subscribed
to said certificate is genuine and that said instrument is acknowledged accord-
ing to the laws of said state

IN WITNESS WHEREOF I have herunto set my hand and affixed the
seal of said Court at Duluth this **13th** day of **December**

A D 19**51**

Clerk of the District Court

EX

RECORDED

STATE OF ALABAMA
COUNTY OF JEFFERSON

}
} SS.

BE IT REMEMBERED that on this 20th day of December A.D. 1951, personally came before me, DAYLESS MORRISON, a Notary Public in and for the county and state aforesaid, A. V. Wiebel, President, and C R Sexton, Secretary, of Tennessee Coal, Iron and Railroad Company, a corporation of the State of Alabama and one of the corporations described in and which executed the foregoing Agreement of Merger, known to me personally to be such, and they, the said A V Wiebel, as such President, and the said C R Sexton, as such Secretary, duly executed said Agreement of Merger before me and acknowledged said Agreement of Merger to be the act, deed and agreement of said Tennessee Coal, Iron and Railroad Company, that the signatures of the said President and Secretary of said corporation to said foregoing Agreement of Merger are in the proper handwritings of said President and Secretary of said Tennessee Coal, Iron and Railroad Company and that the seal affixed to said Agreement of Merger is the common or corporate seal of said corporation

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid

Dayless Morrison
Notary Public

My commission expires

July 25, 1955

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The State of Alabama,
JEFFERSON COUNTY

CIRCUIT COURT
Tenth Judicial Circuit of Alabama

I, JULIAN SWIFT, Clerk of the Circuit Court of the Tenth Judicial Circuit of Alabama in and for said State and County, the same being a Court of Records and having a Seal, do hereby certify that

Bayless Morrison

_____ who subscribed the annexed Certificate of Acknowledgment was at the time of taking the same a Notary Public residing in said County and duly authorized by the laws of said State to certify the same as well as to take and certify the proof and acknowledgment of Deeds to be recorded therein and that the same is taken and certified in all respects as required by the laws of said State and I further certify that I am well acquainted with the handwriting of the above named Notary Public and verily believe that the signature attached to the annexed certificate to be genuine I further certify that the laws of the State of Alabama do not require that the impression of the seal of said Notary Public be deposited in my office.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 20 day of Dec. 19 51

Julian Swift
Clerk Circuit Court Tenth Judicial Circuit of Alabama

EXHIBIT A

UNITED STATES STEEL COMPANY

AMENDED CERTIFICATE OF INCORPORATION

Filed in Office of Secretary of State

November 30, 1951

942✓

UNITED STATES STEEL COMPANY
AMENDED CERTIFICATE OF INCORPORATION

FIRST. The name of the corporation is **UNITED STATES STEEL COMPANY.**

SECOND The location of its principal office in the State of New Jersey is at 51 Newark Street, City of Hoboken, County of Hudson, and Hudson Trust Company is designated as agent therein and in charge thereof, and upon whom process against this corporation may be served.

THIRD The objects for which the corporation is formed are

To manufacture iron, steel, manganese, coke, copper, lumber and other materials, and all or any articles consisting, or partly consisting, of iron, steel, copper, wood or other materials, and all or any products thereof

To acquire, own, lease, occupy, use or develop any lands containing coal or iron, manganese, stone or other ores, or oil, and any wood lands, or other lands for any purpose of the Company

To mine, or otherwise to extract or remove, coal, ores, stone and other minerals and timber from any lands owned, acquired, leased or occupied by the Company, or from any other lands

To buy and sell, or otherwise to deal or to traffic in iron, steel, manganese, copper, stone, ores, coal, coke, wood, lumber and other materials, and any of the products thereof, and any articles consisting, or partly consisting thereof

To construct bridges, buildings, machinery, ships, boats, engines, cars and other equipment, railroads, docks, slips, elevators, water works, gas works and electric works, viaducts, aqueducts, canals and other water ways, and any other means of transportation, and to sell the same, or otherwise to dispose thereof, or to maintain and operate the same, except that the Company shall not maintain or operate any railroad or canal

To apply for, obtain, register, purchase, lease, or otherwise to acquire, and to hold, use, own, operate and introduce, and to sell, assign, or otherwise to dispose of, any trade-marks, trade names, patents,

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inventions, improvements and processes used in connection with, or secured under letters patent of the United States, or elsewhere, or otherwise; and to use, exercise, develop, grant licenses in respect of, or otherwise to turn to account any such trade-marks, patents, licenses, processes, and the like, or any such property or rights.

To engage in any other manufacturing, mining, construction or transportation business of any kind or character whatsoever, and to that end to acquire, hold, own and dispose of any and all property, assets, stocks, bonds and rights of any and every kind, but not to engage in any business hereunder which shall require the exercise of the right of eminent domain within the State of New Jersey, except as authorized by law

To acquire by purchase, subscription or otherwise, and to hold or to dispose of, stocks, bonds or any other obligations of any corporation formed for, or then or theretofore engaged in or pursuing, any one or more of the kinds of business, purposes, objects or operations above indicated, or owning or holding any property of any kind herein mentioned, or of any corporation owning or holding the stocks or the obligations of any such corporation

To hold for investment, or otherwise to use, sell or dispose of, any stock, bonds or other obligations of any such other corporation, to aid in any manner any corporation whose stock, bonds or other obligations are held or are in any manner guaranteed by the Company, and to do any other acts or things for the preservation, protection, improvement or enhancement of the value of any such stock, bonds or other obligations, or to do any acts or things designed for any such purpose, and, while owner of any such stock, bonds or other obligations, to exercise all the rights, powers and privileges of ownership thereof, and to exercise any and all voting power thereon.

The business or purpose of the Company is from time to time to do any one or more of the acts and things herein set forth; and it may conduct its business in other States and in the Territories and in foreign countries, and may have one office or more than one office, and keep the books of the Company outside of the State of New Jersey, except as otherwise may be provided by law, and may hold, purchase, mortgage and convey real and personal property, either in or out of the State of New Jersey

Without in any particular limiting any of the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have power to issue bonds and other obligations, in payment for property purchased or acquired by it, or for any other object in or about its business, to mortgage or pledge any stocks, bonds or other obligations, or any property which may be acquired by it, to secure any bonds or other obligations by it issued or incurred, to guarantee any dividends or bonds or contracts or other obligations, to make and perform contracts of any kind and description, and in carrying

1 944

on its business, or for the purpose of attaining or furthering any of its objects, to do any and all other acts and things, and to exercise any and all other powers which a co-partnership or natural person could do and exercise, and which now or hereafter may be authorized by law

FOURTH. The total authorized capital stock of the corporation is nine hundred and forty thousand (940,000) shares of common stock without par value. The capital represented by the nine hundred and thirty-three thousand six hundred and eighty (933,680) shares of common stock without par value into which the previously issued and outstanding nine hundred and thirty-three thousand six hundred and eighty (933,680) shares of common stock of the par value of One hundred dollars (\$100) each have been changed is One hundred dollars (\$100) per share. Such capital is subject to increase from time to time by transfers of surplus, or portions thereof, to capital account as now or hereafter provided by law. Any or all of said shares of common stock without par value (other than the nine hundred thirty-three thousand six hundred and eighty (933,680) shares into which the previously issued and outstanding shares of common stock with par value have been changed) may be issued and may be sold by the corporation from time to time in such manner and for such consideration as from time to time may be fixed by its board of directors.

From time to time the capital stock may be increased according to law and may be issued in such as and proportions as may be determined by the board of directors and may be permitted by law

FIFTH The names and post-office addresses of the incorporators, and the number of shares of common stock subscribed for by each, the aggregate of which (\$10,000) is the amount of capital stock with which this corporation will commence business, are as follows

<u>Names</u>	<u>P O Addresses</u>	<u>Number of Shares of Com- mon Stock</u>
James B Dill-----	27 Pine St , New York-----	40
Samuel M Rundle-----	Danbury, Conn -----	30
Frederick W Garvin-----	27 Pine St , New York-----	30

SIXTH The duration of the corporation is to be perpetual

SEVENTH. In addition to the places for holding meetings of stockholders of the corporation in the State of New Jersey, as provided by law, any meeting or meetings of the stockholders of the corporation may be held outside of that State at Pittsburgh, Pennsylvania

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- 4 -

In furtherance, and not in limitation, of the powers conferred by statute, the board of directors are expressly authorized:

(1) To hold their meetings, to have one or more offices, and to keep the books of the corporation (other than the stock and transfer books) within or without the State of New Jersey, at such places as from time to time may be designated by them.

(2) To determine from time to time whether, and, if allowed, when and under what conditions and regulations, the accounts and books of the corporation (other than the stock and transfer books), or any of them, shall be open to the inspection of the stockholders, and the stockholders' rights in this respect are, and shall be restricted or limited accordingly

(3) To make, alter, amend and rescind the by-laws of this corporation, to fix the amount to be reserved as working capital, to authorize and cause to be executed mortgages and liens upon the real and personal property of the corporation, provided, always, that a majority of the whole board concur therein

(4) With the consent in writing and pursuant also to the affirmative vote of the holders of a majority of the stock issued and outstanding, at a stockholders' meeting duly called for that purpose, to sell, assign, transfer or otherwise dispose of the property of the corporation as an entirety, provided, always, that a majority of the whole board concur therein

(5) By a resolution passed by a majority vote of the whole board, under suitable provision of the by-laws, to designate two or more of their number to constitute an executive committee, which committee for the time being, as provided in said resolution, or in the by-laws, shall have and exercise all the powers of the board of directors which may be lawfully delegated in the management of the business and affairs of the corporation, and shall have power to authorize the seal of the corporation to be affixed to all papers which may require it

The corporation shall keep at its principal and registered office in this State the transfer books, in which the transfers of stock shall be registered, and the stock books which shall contain the names and addresses of the stockholders and the number of shares held by them respectively, which shall at all times during the usual hours for business be open to the examination of every stockholder in person on application in writing to the registered agent of the corporation in charge of such office and having custody of said books, but the registered agent may refuse permission to any stockholder to examine the same (except as to the entries affecting the shares owned by such stockholder) unless satisfied that such examination and the information to be acquired thereby is desired for a legitimate purpose, and not for a purpose hostile to the interests of the corporation or its individual stockholders, and the determination of the registered agent shall be final and conclusive

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The corporation may use and apply its surplus earnings or accumulated profits, authorized by law to be reserved to the purchase or acquisition of property and to the purchase or acquisition of its own capital stock from time to time, to such extent and in such manner, and upon such terms, as its board of directors shall determine; and neither the property nor the capital stock so purchased and acquired, nor any of its capital stock taken in payment or satisfaction of any debt due to the corporation, shall be regarded as profits for the purpose of declaration or payment of dividends, unless otherwise determined by a majority of the board of directors or a majority of the stockholders

THE UNDERSIGNED, for the purpose of forming a corporation in pursuance of An Act of the Legislature of New Jersey, entitled "An Act Concerning Corporations (Revision of 1896)," and the various acts amendatory thereof and supplemental thereto, do make, record and file this certificate, and do respectively agree to take the number of shares of stock hereinbefore set forth, and accordingly hereunto set our hands and seals

Dated East Orange, N J , February 24th, 1899

James B Dill (L S)

Samuel H Rundle (L S)

Frederick W Garvin (L S)

In the presence of

Geo W Mark

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STATE OF NEW YORK, }
COUNTY OF NEW YORK, } ES.:

BE IT REMEMBERED, that on this 24th day of February, A D Eighteen hundred and ninety-nine, before me, a Commissioner of Deeds for the State of New Jersey, residing in New York, personally appeared James B Dill, Samuel H Rundle and Frederick W. Garvin, who I am satisfied are the persons named in and who executed the foregoing certificate, and I having first made known to them, and each of them, the contents thereof, they did each acknowledge that they signed, sealed and delivered the same as their voluntary act and deed

(SEAL)

GEO W MARK
A Commissioner of Deeds
for the State of New Jersey
residing in New York

Received in the Clerk's Office of the County of Essex, on the 24th day of February, A D 1899, and recorded in Book 15 of Incorporated Business Companies for said County, page 388

WILLIAM O KUEBLER,
Clerk

Endorsed
"Filed Feb 25, 1899
GEORGE WURTS
Secretary of State "

9/19

JOINT AGREEMENT OF MERGER

BY AND BETWEEN

United States Steel Corporation
(A New Jersey Corporation)

and

U S Steel Company
(A Delaware Corporation)

FILED and RECORDED

JAN 1 - 1966

Robert V. Burkhardt
SECRETARY OF STATE

_____ FILING FEE

RECORDING

1 75 CERTIFYING COPY / 25 cu
5 Certs / 208 cu

DATED AS OF OCTOBER 1, 1965

*Joseph Stuyker, James J. Stuyker
744 Broad St.
Newark, NJ
m Stuyker*

003521

305835



State of New Jersey

Department of the Treasury
Division of Taxation

Corporation Tax Bureau
20 West Front Street
Trenton 08625

Certificate No **A** 33864

Application No 38,429
Fee \$5.00

Certificate of Payment of Corporation Franchise Tax

This is to Certify that all Corporation Franchise taxes, fees, penalties and interest levied upon or assessed against **J.S. STEEL COMPANY ***
(A Delaware Corporation - Authorized in New Jersey December 15, 1965 - OC 30279)

by the State of New Jersey, in accordance with the provisions of Chapter 162, Laws of 1945 (N.J.S.A. 54 10A-1, et seq), as amended and supplemented or in accordance with the provisions of Chapter 13 (N.J.S.A. 54 13-1, et seq) or of Chapter 32A (N.J.S.A. 54 32A-1, et seq) of Title 54 of the Revised Statutes and all acts amendatory thereof or antecedent or supplementary thereto, have been paid, or are deemed fully secured.

N O T E *THIS CERTIFICATE IS NOT GOOD
AFTER JANUARY 31, 1966.

WITNESS my hand and official seal at Trenton, this
15th day of December

A. D 1965


Deputy Director Division of Taxation



State of New Jersey

Department of the Treasury
Division of Taxation

Corporation Tax Bureau
20 West Front Street
Trenton 08625

Certificate No **A 33536**

Application No 38,096
Fee **\$5.00**

Certificate of Payment of Corporation Franchise Tax

This is to Certify that all Corporation Franchise taxes, fees, penalties and interest levied upon or assessed against

UNITED STATES STEEL CORPORATION *
(Incorporated 2/25/1901)

by the State of New Jersey, in accordance with the provisions of Chapter 162, Laws of 1945 (N.J.S.A. 54 10A-1, et seq), as amended and supplemented or in accordance with the provisions of Chapter 13 (N.J.S.A. 54 13 1, et seq) or of Chapter 32A (N.J.S.A. 54 32A 1, et seq) of Title 54 of the Revised Statutes and all acts amendatory thereof or antecedent or supplementary thereto, have been paid, or are deemed fully secured.

N O T E *THIS CERTIFICATE IS NOT GOOD

AFTER JANUARY 31, 1966

WITNESS my hand and official seal at Trenton, this

19th day of November

A. D 19 65

Deputy Director Division of Taxation

JOINT AGREEMENT OF MERGER

Joint Agreement of Merger made and entered into as of the 1st day of October 1965 by and between United States Steel Corporation a corporation organized and existing under the laws of the State of New Jersey (herein called the New Jersey Corporation) and its directors and U S Steel Company a corporation organized and existing under the laws of the State of Delaware (herein called the Delaware Corporation) and its directors, said corporations being herein sometimes referred to as the Constituent Corporations

The New Jersey Corporation is a corporation organized and existing under and pursuant to the provisions of the Act of Legislature of the State of New Jersey entitled 'An act concerning corporations' (Revision of 1896) and the acts amendatory thereof and supplemental thereto known and herein referred to as 'Title 14 of the Revised Statutes of New Jersey'. The Delaware Corporation is a corporation organized and existing under Title 8 Chapter 1 of the Delaware Code of 1953 and applicable amendments thereof and supplements thereto known and herein referred to as 'the General Corporation Law of the State of Delaware'. The New Jersey Corporation and the Delaware Corporation are organized for the purpose of carrying on business of the same or of a similar nature.

The authorized capital stock of the New Jersey Corporation consists of (a) 4 000 000 shares of 7% cumulative Preferred Stock of the par value of \$100 each of which 3 602 811 shares have been duly issued and are outstanding and (b) 90 000 000 shares of Common Stock of the par value of \$16 $\frac{2}{3}$ each of which 54 138 137 shares have been duly issued and are outstanding as of the date hereof 147 825 shares have been and are reserved for the purposes of the New Jersey Corporation's 1951 Stock Option Incentive Plan which Plan was approved by its stockholders on May 7, 1951 and 1 498 900 shares have been and are reserved for the purposes of the 1964 Stock Option Incentive Plan which Plan was approved by the stockholders of the New Jersey Corporation on May 4 1964.

The authorized capital stock of the Delaware Corporation consists of 250 shares of Common Stock of the par value of \$5 each of which 200 shares have been duly issued to the New Jersey Corporation and are outstanding.

The principal and registered office in New Jersey of the New Jersey Corporation is located at 51 Newark Street City of Hoboken County of Hudson State of New Jersey and the Hudson Trust Company is the agent therein and in charge thereof upon whom process against the New Jersey Corporation may be served. The principal office of the Delaware Corporation is located at No 100 West 10th Street City of Wilmington County of New Castle, State of Delaware and The Corporation Trust Company is the agent in charge thereof upon whom process against the Delaware Corporation may be served.

The Board of Directors of the New Jersey Corporation and the Board of Directors of the Delaware Corporation deem it to the benefit and advantage of each of said corporations and the stock-

holders of each thereof that such Corporations merge under and pursuant to the provisions of Title 14 of the Revised Statutes of New Jersey and of the General Corporation Law of the State of Delaware and the Board of Directors of each of such Corporations has by resolutions duly adopted approved this Joint Agreement of Merger (sometimes herein called the Agreement) and a majority of the directors of each has duly executed the same and each of said Boards has directed that said Agreement be submitted to a vote of the respective stockholders of the New Jersey Corporation and the Delaware Corporation entitled to vote thereon namely all of the stockholders of each at special meetings called separately for the purpose of taking said Agreement into consideration

In consideration of the foregoing and the mutual agreements hereinafter set forth the parties hereto agree that in accordance with the provisions of Title 14 of the Revised Statutes of New Jersey and of the General Corporation Law of the State of Delaware the New Jersey Corporation shall be merged with and into the Delaware Corporation and that the terms and conditions of such merger and the mode of carrying it into effect are and shall be as herein set forth

ARTICLE I

Except as herein specifically set forth the corporate existence of the Delaware Corporation with all its purposes powers and objects shall continue unaffected and unimpaired by the merger, and the corporate identity and existence with all the purposes powers and objects of the New Jersey Corporation shall be merged into the Delaware Corporation and the Delaware Corporation with its name changed to United States Steel Corporation shall as the corporation surviving the merger be fully vested therewith The separate existence and corporate organization of the New Jersey Corporation shall cease as soon as the merger shall become effective as herein provided and thereupon the New Jersey Corporation and the Delaware Corporation shall be a single corporation to wit, the Delaware Corporation, with its name so changed (hereinafter sometimes referred to as the Surviving Corporation) This Agreement shall continue in effect and the merger shall become effective only if the Agreement is adopted by the stockholders of the Constituent Corporations as provided in Article X hereof Upon such adoption that fact shall be certified upon said Agreement by the Secretary or an Assistant Secretary of each of the Constituent Corporations under the seals thereof Thereupon complying with the requirements of Title 14 of the Revised Statutes of New Jersey and the General Corporation Law of the State of Delaware the Agreement shall be filed in the Office of the Secretary of State of New Jersey and in the Office of the Secretary of State of Delaware and a copy of the Agreement certified by said Secretary of State of Delaware, shall be recorded in the Office of the Recorder of New Castle County in the State of Delaware

The merger shall become effective on January 1 1966 or as soon thereafter as the necessary filing shall have been done in New Jersey and the necessary filing and recording shall have been done in Delaware The date when the merger becomes effective is sometimes herein referred to as the "effective date of the merger"

ARTICLE II

The Certificate of Incorporation of the Surviving Corporation shall be the Certificate of In

corporation of the Delaware Corporation except that the same is hereby amended upon the merger becoming effective by changing Article I first thereof so as to read

First The name of the Corporation (which is hereinafter referred to as the Corporation) is United States Steel Corporation

and by changing Article FOURTH thereof so as to read

FOURTH The total number of shares of capital stock which the Corporation shall have authority to issue is Ninety Million (90,000,000) all of which are to be Common Stock (hereinafter called the Common Stock) of the par value of Thirty Dollars (\$30.00) each. The minimum amount of capital with which the Corporation shall commence business is One Thousand Dollars (\$1,000.00)

Upon the issue of Common Stock or securities convertible into Common Stock for a cash consideration every holder of Common Stock of the Corporation shall have the preemptive right unless waived by him to purchase his pro rata proportion of the Common Stock or such other securities convertible into Common Stock to be issued according to the number of shares held by him at such price which may be in excess of par or stated value within such time and on such terms as shall be fixed and determined by the Board of Directors provided that such preemptive right shall not be applicable to the issuance of stock in connection with any stock option incentive plan savings fund plan or other plan for employee benefits or incentives for employees of the Corporation any subsidiary and United States Steel and Carnegie Pension Fund. Otherwise than as provided above no holder of the Common Stock of the Corporation shall or such holder have preemptive rights

Said Certificate of Incorporation as amended hereby is set forth in Appendix A attached hereto which is hereby made a part of this Agreement with the same force and effect as if herein set forth in full. From and after the effective date of the merger and until thereafter amended as provided by law the Certificate of Incorporation of the Surviving Corporation shall be as set forth in said Appendix A and said Appendix A separate and apart from this Agreement shall be and may be separately certified as the amended Certificate of Incorporation of the Surviving Corporation

ARTICLE III

Upon the effective date of the merger the by laws of the Delaware Corporation shall be the by laws of the Surviving Corporation until the same shall thereafter be altered amended or repealed in accordance with law the Certificate of Incorporation and said by laws

ARTICLE IV

1 The names and post office addresses of the directors of the Surviving Corporation who shall hold office from the effective date of the merger until the annual meeting of stockholders of the Surviving Corporation and until their successors are chosen and qualified according to law and the by laws of the Surviving Corporation and who are the same individuals as the directors of the New Jersey Corporation are as follows

<u>Name</u>	<u>Post Office Address</u>
Charles H Bell	9200 Wiyzata Blvd, Minneapolis Minn 55440
Roger M Blough	71 Broadway New York N Y 10006
Harlee Branch Jr	3390 Peachtree Rd N E Atlanta Ga 30326
Cleo F Craig	195 Broadway Room 706 New York N Y 10007
John A Fuller	620 Dorchester Blvd W Suite 1005 Montreal 2 P Q Can
Henry T Herald	477 Madison Avenue New York, N Y 10022
Clifford F Hood	Manhattan House 200 E 66th St New York, N Y 10021
Arthur A Houghton Jr	715 Fifth Avenue New York N Y 10022
C Jared Ingersoll	1807 Girard Trust Bldg Philadelphia Pa 19102
Franklin J Lunding	135 South La Salle St Chicago, Ill 60603
John M Meyer Jr	23 Wall Street New York N Y 10015
George S Moore	399 Park Avenue New York N Y 10022
David Packard	1501 Page Mill Road Palo Alto Calif 94304
Stuart T Saunders	6 Penn Center Plaza Philadelphia, Pa 19104
Joseph P Spang Jr	40 Churchills Lane Milton, Mass 02186
Robert C Tyson	71 Broadway New York N Y 10006
Henry S Wingate	67 Wall Street New York N Y 10005
Leslie B Worthington	71 Broadway, New York N Y 10006

2 Upon the effective date of the merger the principal officers of the Surviving Corporation as provided in the by laws who shall hold office from the effective date of the merger and until their successors have been chosen or appointed according to law, the Certificate of Incorporation and the by laws of the Surviving Corporation and their offices and post office addresses are as follows

<u>Name</u>	<u>Office</u>	<u>Post Office Address</u>
ROGER M BLUGH	Chairman of Board of Directors	71 Broadway, New York N Y 10006
LESLIE B WORTHINGTON	President and Chairman of Executive Committee	71 Broadway New York N Y 10006
ROBERT C TYSON	Chairman of Finance Committee	71 Broadway, New York N Y 10006
JOHN S TENNANT	General Counsel	71 Broadway, New York N Y 10006
WILLIAM H LANG	Administrative Vice President and Treasurer	71 Broadway, New York N Y 10006

<u>Name</u>	<u>Office</u>	<u>Post Office Address</u>
WILBERT A WALKER	Administrative Vice President and Comptroller	71 Broadway New York N Y 10006
BENJAMIN L RAWLINS	Secretary and Assistant General Counsel	71 Broadway, New York N Y 10006
R CONRAD COOPER	Executive Vice President— Personnel Services	525 William Penn Place Pittsburgh Pa 15230
EDWIN H GOTT	Executive Vice President— Production	525 William Penn Place Pittsburgh Pa 15230
STEVEN M JENKS	Executive Vice President— Engineering and Research	525 William Penn Place Pittsburgh Pa 15230
NORMAN B OBBARD	Executive Vice President— International	525 William Penn Place Pittsburgh Pa 15230
JOHN PUGSLEY	Executive Vice President— Accounting	525 William Penn Place Pittsburgh Pa 15230
RICHARD F SENTNER	Executive Vice President— Commercial	525 William Penn Place Pittsburgh Pa 15230

3 Upon the effective date of the merger, all other officers appointed by the Board of Directors the Executive Committee or the Operations Policy Committee of the New Jersey Corporation holding office at the effective date of the merger shall be officers of the Surviving Corporation, in the same capacities and with the same powers, and shall hold office from the effective date of the merger and until their successors shall have been chosen or appointed according to law and the by laws of the Surviving Corporation

4 If on the effective date of the merger a vacancy shall exist in the Board of Directors or in any of the offices of the Surviving Corporation as the same are specified above such vacancy may thereafter be filled in the manner provided by the by laws of the Surviving Corporation

ARTICLE V

1 Each share of Common Stock, par value \$16²/₃ per share of the New Jersey Corporation issued and outstanding on the effective date of the merger and all rights in respect thereof shall, by virtue of the merger and without any action on the part of the holder thereof be converted forthwith upon the merger becoming effective into one share of Common Stock par value \$30 per share of the Surviving Corporation Outstanding certificates representing shares of the Common Stock

of the New Jersey Corporation shall thenceforth represent the same number of shares of Common Stock of the Surviving Corporation and the holder thereof shall be entitled to precisely the same rights which he would enjoy if he held certificates issued by the Surviving Corporation. Upon the surrender of any such certificate to the Surviving Corporation at its Stock Transfer office the transferee or other holder of the certificate surrendered shall receive in exchange therefor a certificate or certificates of the Surviving Corporation.

2 Each share of the 7% cumulative Preferred Stock par value \$100 per share, of the New Jersey Corporation issued and outstanding on the effective date of the merger and all rights in respect thereof shall by virtue of the merger and without any action on the part of the holder thereof represent a right to receive in exchange therefor forthwith upon the merger becoming effective 4½% Subordinated Debentures Due January 1 1996 of the Surviving Corporation (hereinafter called the Debentures) at the rate of \$175 principal amount per share subject to the condition hereinafter stated in this Article V. The Debentures shall be issued under an Indenture (the Indenture) to be executed by the Delaware Corporation and Chemical Bank New York Trust Company as Trustee which will take effect forthwith upon the merger becoming effective. Copies of the form of Indenture will be available for examination by any stockholder of the New Jersey Corporation at its office 71 Broadway, New York New York from and after the date of mailing of notice of the meeting of stockholders of the New Jersey Corporation which is to consider and vote upon the Agreement. The Board of Directors of the Constituent Corporations may authorize changes in the form of said Indenture prior to said meeting of stockholders but any changes in said form shall not make the Indenture materially less favorable to the holders of the Debentures. The Debentures shall conform to the following basic terms:

The Debentures will bear interest from January 1 1966 at the rate of 4½% per annum payable semi annually on January 1 and July 1 of each year and will mature on January 1 1996. Principal and interest will be payable at the office or agency of the Corporation in New York City. The Corporation will also maintain an office or agency in such city where Debentures may be presented for transfer and exchange.

The Debentures will be issued only in registered form in denominations of \$100 and integral multiples of \$100. The Debentures in the denominations specified may be exchanged or transferred for equal aggregate principal amounts (provided that in exchange or transfer of Debentures will be permitted only if the number of Debentures or denominations other than \$1 000 and integral multiples thereof is not increased) without charge to the holders of the Debentures except for any stamp tax or governmental charge incident thereto.

The Debentures will not be redeemable prior to January 1 1976. The Debentures may be redeemed on and after January 1 1976 at the option of the Corporation as a whole or from time to time in part on at least 30 days notice at the following redemption prices (expressed in percentages of the principal amount) together with accrued interest to the date fixed for redemption, if redeemed during the twelve month periods beginning on January 1 in each of the following years:

<u>Year</u>	<u>Percentage</u>	<u>Year</u>	<u>Percentage</u>	<u>Year</u>	<u>Percentage</u>
1976	103.0	1981	102.0	1986	101.0
1977	102.8	1982	101.8	1987	100.8
1978	102.6	1983	101.6	1988	100.6
1979	102.4	1984	101.4	1989	100.4
1980	102.2	1985	101.2	1990	100.2

and thereafter at 100%

As a mandatory sinking fund the Corporation will pay to the Trustee on or prior to January 1 of each of the years 1976 through 1995 inclusive an amount sufficient to redeem (at the principal amount thereof) \$20 million principal amount of Debentures. In lieu of a cash payment at its option the Corporation may make part or all of any mandatory sinking fund payment by delivery of Debentures acquired or redeemed otherwise than through the sinking fund with such Debentures to be credited at the principal amount thereof. At its option the Corporation may pay to the Trustee at the time of any mandatory sinking fund payment an additional amount in cash up to the amount of such mandatory sinking fund payment. Optional payments shall not be cumulative and shall not operate to reduce the amount of any mandatory sinking fund payment. The Trustee will apply cash sinking fund payments to the redemption of Debentures at their principal amount on each January 1 and the Corporation shall pay to the Trustee a sum equal to all interest accrued thereon to the date fixed for redemption.

The Debentures will be subordinated as to principal premium if any and interest to all Senior Debt. Generally speaking Senior Debt is defined to mean (a) indebtedness of the Corporation for money borrowed (including purchase money obligations) or indebtedness of the Corporation evidenced by securities issued under the provisions of an indenture or similar instrument (b) indebtedness of others of the character described in clause (a) assumed or guaranteed by the Corporation and (c) renewals, extensions and refundings of such indebtedness unless in any case it is provided that the particular indebtedness, renewal, extension or refunding is not superior in right of payment to the Debentures.

Such subordination will affect the Corporation's obligation to make payments with respect to the Debentures only in connection with dissolution, winding up, liquidation or reorganization of the Corporation or in the event of default in the payment of any Senior Debt beyond any applicable grace period or other event of default with respect to Senior Debt permitting acceleration of maturity thereof has occurred and is continuing. The foregoing provisions do not change the relative rights of the holders of the Debentures and creditors of the Corporation other than the holders of Senior Debt. By reason of such subordination in the event of insolvency creditors of the Corporation who are not holders of Senior Debt may recover less ratably than holders of Senior Debt and may recover more ratably than the holders of the Debentures.

The Indenture will contain provisions permitting the Corporation and the Trustee, with the consent of the holders of not less than 66⅔% in principal amount of the Debentures at the time

outstanding to modify the Indenture or any supplemental indenture or the rights of the holders of the Debentures provided that no such modification may (i) extend the fixed maturity of any Debentures or reduce the principal amount thereof or reduce the rate or extend the time of payment of interest thereon without the consent of the holder of each Debenture so affected (ii) reduce the aforesaid percentage of Debentures the consent of the holders of which is required for any such modification without the consent of the holders of all Debentures then outstanding, or (iii) change or eliminate any of the provisions of the Indenture relating to subordination of the Debentures in right of payment to Senior Debt without the consent of the holder or holders of such Senior Debt.

An Event of Default will be defined in the Indenture as being default for 30 days in payment of any interest default in payment of principal (or premium if any) default for 30 days in making any sinking fund payment default for 90 days after notice in performance of any other covenant in the Indenture or certain events of bankruptcy insolvency or reorganization. The Indenture will not require the furnishing of any periodic evidence as to the absence of default or as to compliance with the terms of the Indenture. The Indenture will provide that the Trustee may withhold notice to the Debentureholders of any default (except in payment of principal of or interest or premium on or sinking fund installments in respect of the Debentures) if the Trustee considers it in the interest of Debentureholders to do so.

In case an Event of Default will occur and be continuing the Trustee or the holders of not less than 25% in principal amount of the Debentures then outstanding may declare the principal of all the Debentures to be due and payable.

Subject to the provisions of the Indenture relating to the duties of the Trustee the Trustee will be under no obligation to exercise any of its rights or powers under the Indenture at the request order or direction of any of the Debentureholders unless such Debentureholders shall have offered to the Trustee reasonable indemnity. Subject to such provision for indemnification the holders of a majority in principal amount of the Debentures at the time outstanding will have the right to direct the time method and place of conducting any proceeding for any remedy available to the Trustee or exercising any trust or power conferred on the Trustee.

Upon the merger becoming effective each holder of an outstanding certificate or certificates theretofore representing 7% cumulative Preferred Stock par value \$100 per share of the New Jersey Corporation will be entitled upon surrender of the same to the Surviving Corporation at its Stock Transfer Office 71 Broadway New York New York 10006 to receive in exchange therefor a Debenture of the Surviving Corporation provided however that where a holder of Preferred Stock would otherwise be entitled to receive a fraction of \$100 principal amount of Debentures due to the size of his holdings such fractional interest taken at the principal amount thereof will be paid in cash. Holders of record of 5 shares or less of Preferred Stock will be given the opportunity to elect to receive all cash for their shares at the rate of \$175 per share. Dividends upon the Preferred Stock will cease to accrue at the close of business on December 31 1965 and interest on the Debentures will begin to accrue on January 1, 1966 unless the Boards of Directors of the Constituent Corporations determine to terminate this Agreement and abandon the merger before it becomes effective pursuant

to the provisions of Article XI hereof in which event dividends will continue to accrue on the Preferred Stock after December 31 1965 the Debentures will not be issued and no interest will accrue with respect thereto. Until the holder of a stock certificate or certificates for the Preferred Stock of the New Jersey Corporation shall have surrendered said certificate or certificates for exchange for Debentures as aforesaid, the Debentures, any matured interest on Debentures and any other cash payment to which the holder of said stock certificate or certificates may be entitled will not be delivered or paid over to such holder, but upon the surrender of said stock certificate or certificates the Debentures the matured interest and any such other cash payments (without interest accruing thereon) will be delivered to such holder. The New Jersey Corporation or the Surviving Corporation will on or after January 1 1966 pay all dividends that have accrued prior to January 1 1966 on the 7% cumulative Preferred Stock of the New Jersey Corporation and payment of such dividends will not be withheld pending surrender of the certificate or certificates representing such Preferred Stock. Prior to the effective date of the merger the Delaware Corporation will take such action as shall be necessary to enable the Debentures to be issued as herein provided.

ARTICLE VI

Forthwith upon the merger becoming effective the shares of Common Stock par value \$5, of the Delaware Corporation which shall be outstanding immediately prior to the effective date of the merger shall be cancelled and retired and no new shares of Common Stock or other securities of the Surviving Corporation shall be issuable with respect thereto.

ARTICLE VII

Upon the merger becoming effective all the property, rights, immunities, privileges, powers and franchises public or private of the Constituent Corporations and all debts due to the Constituent Corporations on whatever account including subscriptions to shares and all other things in action and all and every other interest belonging to or due to either of the Constituent Corporations shall be vested in the Surviving Corporation without further act or deed and shall be thereafter as effectually the property of the Surviving Corporation as they were of the Constituent Corporations and the title to any real estate, whether vested by deed or otherwise in either of the Constituent Corporations shall not revert or be in any way impaired by reason of the merger but the Surviving Corporation shall not by the merger acquire authority to engage in any business or to exercise any right for the engaging in or exercising of which a corporation may not be formed under the General Corporation Law of the State of Delaware and the Surviving Corporation shall thenceforth be responsible for all the debts, liabilities, obligations and duties of each of the Constituent Corporations and all said debts, liabilities, obligations and duties shall thenceforth attach to the Surviving Corporation and may be enforced against it to the same extent as if said debts, liabilities, obligations and duties had been incurred or contracted by it but the liabilities of the Constituent Corporations or of their stockholders, directors or officers shall not be affected, nor shall the rights of creditors

thereof or of any person dealing with the Constituent Corporations or either of them or any liens upon the property of the Constituent Corporations be impaired by the merger and all rights of creditors and all lien upon any property of either of the Constituent Corporations shall be preserved unimpaired and any action or proceeding pending by or against either of the Constituent Corporations may be prosecuted to judgment the same as if the merger had not taken place which judgment shall bind the Surviving Corporation or the Surviving Corporation may be proceeded against or substituted in its place. If at any time after the effective date of the merger the Surviving Corporation shall consider or be advised that any further assignments or assurances in law or any other things are necessary or desirable to vest perfect or confirm on record or otherwise in the Surviving Corporation the title to any property or rights of the New Jersey Corporation acquired or to be acquired by reason of or as a result of the merger the New Jersey Corporation and its proper officers and directors shall and will execute and deliver all such proper deeds assignments and assurances in law and do all things necessary or proper to vest perfect or confirm title to such property or rights in the Surviving Corporation and otherwise to carry out the purpose of this Agreement and the proper officers and directors of the New Jersey Corporation and the proper officers and directors of the Surviving Corporation are fully authorized in the name of the New Jersey Corporation or otherwise to take any and all such action

ARTICLE VIII

The assets liabilities and reserves of the Constituent Corporations (representing their net worth) in every case upon the merger becoming effective shall be taken up on the books of the Surviving Corporation at the amounts at which they, respectively shall then be carried on the books of said corporations subject to such adjustments or eliminations of inter company items as may be appropriate in giving effect to the merger

Upon the merger becoming effective the net worth accounts of the New Jersey Corporation shall be carried over to the Surviving Corporation with the following adjustments (a) the aggregate par value of the Preferred Stock of the New Jersey Corporation being exchanged in the merger shall be eliminated and income reinvested in the business (earned surplus) shall be reduced by the excess of the aggregate principal amount of the Debentures authorized over the aggregate par value of the Preferred Stock previously outstanding and (b) the par value of the Common Stock will be \$30 per share the aggregate amount of the increase in such par value from \$16²/₃ to \$30 for each share of outstanding Common Stock to be transferred from income reinvested in the business (earned surplus) provided that those stockholders who desire the increase in the par value applicable to their shares to be transferred from capital (paid in) surplus may at their option in the order requested have such capital surplus applied to their shares at their direction upon written request to United States Steel Corporation

ARTICLE IX

All corporate acts plans policies approvals and authorizations of the New Jersey Corporation,

its stockholders, Board of Directors, committees elected or appointed by the Board of Directors, officers and agent, which were valid and effective immediately prior to the effective date of the merger shall be taken for all purposes as the act, plans, policies, approvals and authorizations of the Surviving Corporation and shall be as effective and binding thereon as the same were with respect to the New Jersey Corporation. The employees of the New Jersey Corporation shall become the employees of the Surviving Corporation and continue to be entitled to the same rights and benefits which they enjoyed as employees of the New Jersey Corporation. The requirements of any stock option incentive plan, savings fund plan or other plan or provision of the New Jersey Corporation involving the issuance or purchase by the New Jersey Corporation or trustees under such plans of Common Stock of the New Jersey Corporation to or for the accounts of employees shall be satisfied by the issuance or purchase of a like number of shares of Common Stock of the Surviving Corporation.

ARTICLE X

There shall be required for the adoption of this Agreement by the stockholders of the New Jersey Corporation the affirmative vote of the holders of at least two thirds of all the capital stock outstanding, each share of stock entitling the holder to one vote, as required by law for the approval of the Agreement, and the affirmative vote of the holders of at least two thirds of the voting power of all the capital stock outstanding on the basis of one vote for each share of Common Stock and six votes for each share of Preferred Stock as provided in the by laws of the New Jersey Corporation. Notwithstanding such affirmative vote, the merger will not be made effective without the affirmative vote of two thirds in interest of each class of stockholders (Preferred and Common) present by proxy or in person at the meeting and voting. There shall be required for the adoption of this Agreement by the stockholders of the Delaware Corporation the affirmative vote of the holders of at least two-thirds of all the capital stock outstanding.

ARTICLE XI

This Agreement and the merger may be terminated and abandoned by resolutions of the Boards of Directors of the New Jersey Corporation and the Delaware Corporation at any time prior to the merger becoming effective. In the event of the termination and abandonment of this Agreement and the merger pursuant to the foregoing provisions of this Article XI, this Agreement shall become void and have no effect without any liability on the part of either of the Constituent Corporations or its stockholders or directors or officers in respect thereof.

ARTICLE XII

This Agreement may be executed in any number of counterparts, each of which shall be an original, but such counterparts shall together constitute but one and the same instrument.

IN WITNESS WHEREOF this Agreement has been signed by a majority of the directors of each of the Constituent Corporations and each of the Constituent Corporations has caused its corporate seal to be hereunto affixed and attested by the signature of its Secretary or an Assistant Secretary all as of the day first above written

Arthur J. Gander	C. H. Beece	C. J. J. J. J. J.
Wm. J. J. J. J.	J. W. Kuller	Roger M. Blough
Harold H. H. H.	George D. D. D.	Robert T. T. T.
Joseph H. H. H.	Henry S. S. S.	
Chas. F. F. F.	Arthur A. A. A.	
Ed. C. C. C.	Harold H. H. H.	

Directors of United States Steel Corporation
(a New Jersey Corporation)

[SEAL]

Attest

B. L. Rawlinson
Secretary

Arthur J. Gander	C. H. Beece	C. J. J. J. J.
Wm. J. J. J. J.	J. W. Kuller	Roger M. Blough
Harold H. H. H.	George D. D. D.	Robert T. T. T.
Joseph H. H. H.	Henry S. S. S.	
Chas. F. F. F.	Arthur A. A. A.	
Ed. C. C. C.	Harold H. H. H.	

Directors of U S Steel Company
(a Delaware Corporation)

[SEAL]

Attest

B. L. Rawlinson
Secretary

APPENDIX A

CERTIFICATE OF INCORPORATION
OF
UNITED STATES STEEL CORPORATION

FIRST The name of the Corporation (which is hereinafter referred to as the Corporation) is United States Steel Corporation

SECOND Its principal office and place of business in the State of Delaware is located at No 100 West 10th Street in the City of Wilmington County of New Castle The resident agent in charge thereof upon whom process against the Corporation may be served is The Corporation Trust Company No 100 West 10th Street Wilmington Delaware

THIRD The nature of the business and the objects and purposes proposed to be transacted promoted and carried on are to do any and all the things herein mentioned as fully and to the same extent as natural persons might or could do and in any part of the world viz

To manufacture iron steel manganese coke copper lumber and other materials and all or any articles consisting of partly consisting of iron, steel copper wood or other materials and all or any products thereof

To acquire own lease occupy use or develop any lands containing coal or iron manganese stone or other ores or oil and any wood lands or other lands for any purpose of the Corporation

To mine or otherwise to extract or remove coal ores stone and other minerals and timber from any lands owned acquired leased or occupied by the Corporation or from any other lands

To buy and sell or otherwise to deal or to traffic in iron, steel manganese copper stone ores coal coke wood lumber and other materials and any of the products thereof, and any articles consisting of partly consisting thereof

To construct bridges buildings machinery ships boats, engines cars and other equipment railroads docks slips elevators water works gas works and electric works viaducts aqueducts canals and other waterways and any other means of transportation and to sell the same or otherwise to dispose thereof, or to maintain and operate the same, except that the Corporation shall not maintain or operate any railroad or canal in the State of New Jersey

To apply for obtain register purchase lease or otherwise to acquire and to hold use, own operate and introduce and to sell assign or otherwise to dispose of, any trade marks trade names, patents inventions improvements and processes used in connection with or secured under letters

patent of the United States or elsewhere or otherwise and to use exercise develop grant licenses in respect of or otherwise to turn to account any such trade marks patents licenses processes and the like or any such property or rights

To engage in any other manufacturing mining construction or transportation business of any kind or character whatsoever and to that end to acquire hold own and dispose of any and all property assets stocks bonds and rights of any and every kind but not to engage in any business hereunder which shall require the exercise of the right of eminent domain within the State of New Jersey

To acquire by purchase subscription or otherwise and to hold or to dispose of stocks bonds or any other obligations of any corporation formed for or then or theretofore engaged in or pursuing any one or more of the kinds of business purposes objects or operations above indicated or owning or holding any property of any kind herein mentioned or of any corporation owning or holding the stocks or the obligations of any such corporation

To hold for investment or otherwise to use sell or dispose of any stocks, bonds or other obligations of any such other corporation to aid in any manner any corporation whose stocks bonds, or other obligations are held or are in any manner guaranteed by the Corporation and to do any other acts or things for the preservation protection improvement or enhancement of the value of any such stocks bonds or other obligations or to do any acts or things designed for any such purpose and while owner of any such stocks bonds or other obligations to exercise all the rights powers and privileges of ownership thereof and to exercise any and all voting power thereon

The business or purpose of the Corporation is from time to time to do in one or more of the acts and things herein set forth and it may conduct its business in other states and in the territories and in foreign countries and may have one office or more than one office and keep the books of the Corporation outside of the State of Delaware except as otherwise may be provided by law and may hold purchase mortgage and convey real and personal property either in or out of the State of Delaware

Without in any particular limiting any of the objects and powers of the Corporation it is here by expressly declared and provided that the Corporation shall have power to issue bonds and other obligations in payment for property purchased or acquired by it or for any other object in or about its business to mortgage or pledge any stocks bonds or other obligations or any property which may be required by it to secure any bonds or other obligations by it issued or incurred to guarantee any dividends or bonds or contracts or other obligations to make and perform contracts of any kind and description, and in carrying on its business or for the purpose of attaining or furthering any of its objects to do any and all other acts and things and to exercise any and all other powers which a co partnership or natural person could do and exercise and which now or hereafter may be authorized by law

FOURTH The total number of shares of capital stock which the Corporation shall have authority to issue is Ninety Million (90 000 000) all of which are to be Common Stock (hereinafter called

the Common Stock) of the par value of, Thirty Dollars (\$30.00) each. The minimum amount of capital with which the Corporation shall commence business is One Thousand Dollars (\$1,000.00).

Upon the issue of Common Stock, or of securities convertible into Common Stock for a cash consideration every holder of Common Stock of the Corporation shall have the preemptive right unless waived by him to purchase his pro rata proportion of the Common Stock or such other securities convertible into Common Stock to be issued according to the number of shares held by him at such price which may be in excess of par or stated value within such time and on such terms as shall be fixed and determined by the Board of Directors provided that such preemptive right shall not be applicable to the issuance of stock in connection with any stock option incentive plan savings fund plan or other plan for employee benefits or incentives for employees of the Corporation any subsidiary and United States Steel and Carnegie Pension Fund. Otherwise than as provided above no holder of the Common Stock of the Corporation shall as such holder have preemptive rights.

FIFTH The names and places of residence of the incorporators are as follows:

<u>Name</u>	<u>Place of Residence</u>
James M. Tunnell Jr.	Wilmington, Delaware
Margaret A. Lamborn	Wilmington, Delaware
Catherine A. Stumm	Wilmington, Delaware

SIXTH The existence of the Corporation is to be perpetual.

SEVENTH The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever.

EIGHTH The number of directors of the Corporation shall be fixed from time to time by, or in the manner provided in, its bylaws and may be increased or decreased as therein provided but the number thereof shall not be less than three.

The directors of the Corporation shall be elected annually by the stockholders and shall hold office until the next annual meeting of stockholders and until their respective successors are duly elected and qualified.

In the case of any increase in the number of directors of the Corporation the additional directors shall be elected as shall be provided in said bylaws by the Board of Directors or by the holders of shares of stock of the Corporation entitled to vote in respect thereof at an annual or special meeting of said holders.

In case of any vacancy in the Board of Directors from death, resignation, disqualification or other cause a successor to fill the vacancy shall be elected as shall be provided in the bylaws of the Corporation by a majority of the Board of Directors then in office though less than a quorum or by the holders of shares of stock of the Corporation entitled to vote in respect thereof at an annual or special meeting of said holders.

A majority of the whole Board of Directors may appoint from the directors an Executive Committee and to such extent as shall be provided in a resolution of the said Board or in the by laws such committee shall have and may exercise all or any of the powers of the Board of Directors including power to cause the seal of the Corporation to be affixed to all papers that may require it

A majority of the whole Board of Directors may appoint a Finance Committee and any other Standing Committee and any such committee shall have and may exercise such powers as shall be conferred or authorized by the by laws or by the Board of Directors

The by laws of the Corporation shall designate the officers of the Corporation, which shall include, but not necessarily be limited to a president a secretary and a treasurer to be elected by the directors or the stockholders, and the manner in which the officers of the Corporation shall be elected or appointed

Any officer elected by the Board of Directors may be removed at any time by the Board of Directors Any other officer or employee of the Corporation may be removed at any time by the Board of Directors or by any committee or superior officer upon whom such power of removal may be conferred by the by laws or by the Board of Directors

NINTH The Board of Directors may adopt by laws and from time to time may amend or repeal any by law but any by law adopted or amended by the Board of Directors may be amended or repealed by the stockholders at any annual meeting or at any special meeting provided notice of such proposed amendment or repeal be included in the notice of the meeting

TENTH The Board of Directors from time to time shall determine whether and to what extent and at what times and places and under what conditions and regulations the accounts and books of the Corporation or any of them shall be open to the inspection of the stockholders and no stockholder shall have any right to inspect any account or book or document of the Corporation except as conferred by law or authorized by the Board of Directors or by the stockholders

ELEVENTH The directors may from time to time declare such dividends as they shall deem advisable and proper, subject to such restrictions as may be imposed by law and pay the same to the stockholders at such times as they shall fix

The Board of Directors shall have power to issue bonds debentures or other obligations, either non convertible or convertible into the Corporation's stock upon such terms in such manner and under such conditions in conformity with law as may be fixed by the Board of Directors prior to the issue of such bonds, debentures or other obligations

TWELFTH The powers and authorities hereinbefore conferred upon the Board of Directors are in furtherance and not in limitation of those conferred by the laws of the State of Delaware

THIRTEENTH The Corporation reserves the right at any time and from time to time to amend alter change or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by law and all rights preferences and privileges of whatso-

ever nature conferred upon stockholders directors or any other persons whomsoever by and pursuant to this Certificate of Incorporation in its present form or as hereafter amended are granted subject to the rights reserved in this Article

We the undersigned for the purpose of forming a Corporation under the laws of the State of Delaware do make file and record this Certificate and do certify that the facts herein stated are true and we have accordingly herunto set our respective hands and seals

Dated at Wilmington Delaware this 10th day of September 1965

In the presence of

MERVYN W NEWLOVE

JAMES M TUNNELI JR

[SEAL]

MERVYN W NEWLOVE

MARGARET A LAMBORN

[SEAL]

MERVYN W NEWLOVE

CATHERINE A STUMM

[SEAL]

STATE OF DELAWARE }
NEW CASTLE COUNTY }

BE IT REMEMBERED that on this 10th day of September 1965 personally appeared before me the Subscriber a Notary Public for the State and County aforesaid JAMES M TUNNELI JR MARGARET A LAMBORN and CATHERINE A STUMM parties to the foregoing Certificate of Incorporation known to me personally to be such and I having first made known to them and each of them the contents of said Certificate they did each severally acknowledge that they signed sealed and delivered the same as their voluntary act and deed and each depose that the facts therein stated were truly set forth

GIVEN under my hand and seal of office the day and year aforesaid

MERVYN W NEWLOVE
Notary Public

MERVYN W NEWLOVE
NOTARY PUBLIC
DELAWARE
APPOINTED OCT 3 1964
TERM TWO YEARS

CERTIFICATE

I B I KAWINS Secretary of United States Steel Corporation a corporation organized and existing under and by virtue of the laws of the State of New Jersey do hereby certify in accordance with Title 14 Corporations of the Revised Statutes of New Jersey as amended and particularly R S 14 12 3 thereof and the General Corporation Law of the State of Delaware as amended and particularly Section 252 thereof that

1 The foregoing Joint Agreement of Merger (herein sometimes referred to as the Agreement) by and between United States Steel Corporation a New Jersey corporation (hereinafter called the New Jersey Corporation) and U S Steel Company a Delaware corporation (hereinafter called the Delaware Corporation) was duly entered into and signed by a majority of the directors of said New Jersey Corporation under the corporate seal of said corporation the provisions of said Agreement having been previously adopted by the Board of Directors of said New Jersey Corporation at a meeting duly held on the 28th day of September 1965 at which a special meeting of the stockholders of said corporation was called in accordance with the by laws to be held on the 24th day of November 1965 for the purpose of taking the same into consideration

2 Said Agreement was duly submitted to the stockholders of said New Jersey Corporation at a special meeting thereof duly held at Hoboken New Jersey on November 24 1965 Due notice of the time place and object of such meeting was mailed to the last known post office address of each holder of the Preferred Stock and of each holder of the Common Stock of the New Jersey Corporation as shown on its books at least 20 days prior to the date of said meeting as required by the by laws and as provided by Title 14 of the Revised Statutes of New Jersey

3 At said meeting the Agreement was considered and a vote of the stockholders of the New Jersey Corporation who were present in person or represented thereat by proxies was duly taken by ballot for the adoption or rejection of the Agreement and the plan of merger set forth therein At said meeting there were outstanding and entitled to vote 54 138 137 shares of Common Stock and 3 602 811 shares of Preferred Stock At said meeting the holders of 42 289 700 shares of Common Stock and the holders of 2 918 194 shares of Preferred Stock voted in favor of the adoption of the Agreement and the holders of 230 830 shares of Common Stock and 75 364 shares of Preferred Stock voted against adoption of the Agreement and that the affirmative vote of more than two thirds of the outstanding shares determined both on the basis of one vote for each share as required by law in favor of the adoption of said Agreement and on the basis of one vote for each share of Common Stock and six votes for each share of Preferred Stock as provided in the by laws of the New Jersey Corporation and the vote in favor of the adoption of the Agreement of more than two-thirds in interest of each class of stockholder (Common and Preferred) present in person or represented at the meeting and voting as required by the Agreement for its adoption had been cast in favor of the adoption of the Agreement Thereupon the Agreement was duly approved and adopted by the vote of the New Jersey Corporation as the duly adopted Agreement of the New Jersey Corporation

1. Said meeting of the stockholders of the New Jersey Corporation and said vote by ballot upon the adoption of said Agreement were held and taken separately from the meeting and votes of the stockholders of the Delaware Corporation party to said Agreement

5. The principal office in New Jersey of said New Jersey Corporation is at No. 51 Newark Street Hoboken Hudson County New Jersey and Hudson Trust Company is the agent therein and in charge thereof against whom process against said Corporation may be served within said state

IN WITNESS WHEREOF I have hereunto signed my name as Secretary of said United States Steel Corporation and affixed the seal of said New Jersey Corporation this 14th day of December 1965

Signed sealed and delivered
in the presence of

Rm. Jays
J. H. Thacker

B. L. Rawlins

B L RAWLINS
Secretary

STATE OF NEW YORK }
COUNTY OF NEW YORK } ss

BE IT REMEMBERED that on the 14th day of December One Thousand Nine Hundred and Sixty five in the County and State aforesaid before me the subscriber a Notary Public authorized to take acknowledgments and proofs in said County personally appeared B L Rawlins being by me duly sworn according to law on his oath doth depose and say that he is the Secretary of the United States Steel Corporation that the statements of fact contained in the foregoing certificate are within his personal knowledge and are true that he saw each of the directors namely Stuart T Saunders David Packard Harlee Branch Jr Joseph P Spang Jr Cleo F Craig L B Worthington C H Bell J A Fuller George S Moore Henry T Heald Arthur A Houghton Jr Franklin J Lunding C Jared Ingersoll Roger M Blough and Robert C Tyson being a majority of the Board of Directors of said United States Steel Corporation whose names are affixed to the Joint Agreement of Merger sign the said Agreement and he saw the seal of said Corporation affixed thereto and heard each of the said directors declare that he signed sealed and delivered the same as his voluntary act and deed for the purposes therein expressed and that this deponent signed his name thereto at the same time as a subscribing and attesting witness

B. L. Rawlins

B L RAWLINS

Sworn to and subscribed before me a Notary Public in and for the County of New York in the State of New York in said County and State this 14th day of December 1965

Wendell W. Lang
Notary Public in and for the County of New York
in the State of New York

WENDELL W LANG
NOTARY PUBLIC State of New York
No. 004330
Qualified in New York County
Certified with New York County Clerk
Term Expires March 30 1967

CERTIFICATE

I B L Rawlins Secretary of U S Steel Company a corporation organized and existing under and by virtue of the laws of the State of Delaware do hereby certify that in accordance with Title 14 Corporations of the Revised Statutes of New Jersey as amended and particularly R S 14 12 3 thereof and the General Corporation Law of the State of Delaware as amended and particularly Section 252 thereof that

1 The foregoing Joint Agreement of Merger (herein sometimes referred to as the 'Agreement') by and between United States Steel Corporation a New Jersey corporation (hereinafter called the New Jersey Corporation) and U S Steel Company a Delaware corporation (hereinafter called the Delaware Corporation) was duly entered into and signed by a majority of the directors of said Delaware Corporation under the corporate seal of said corporation the provisions of the said Agreement having been previously adopted by the Board of Directors of said Delaware Corporation at a meeting duly held on the 28th day of September 1965 at which a special meeting of the stockholders of said corporation was called in accordance with the by laws to be held on the 23rd day of November 1965 for the purpose of taking the same into consideration

2 Said Agreement was duly submitted to the stockholders of said Delaware Corporation at a special meeting thereof duly held at the office of said Corporation at No 71 Broadway New York New York on November 23 1965 Due notice of the time place and object of such meeting was delivered to the stockholders of record at the address shown on its books at least 20 days prior to the date of said meeting as required by the by laws

3 Said Agreement was considered by the stockholders at said meeting and a vote of said stockholders was duly taken by ballot for the adoption or rejection of said Agreement each share of stock entitling the holder thereof to one vote and the ballots of the stockholders were duly cast by the stockholders in person or by duly constituted proxies At said meeting the holders of Two Hundred (200) shares of stock being all of the issued and outstanding capital stock of said Corporation voted for and the holders of no shares voted against the adoption of said Agreement Thereupon the said Agreement was declared duly adopted by the stockholders of said Corporation

4 Said meeting of the stockholders of said Delaware Corporation and said vote by ballot upon the adoption of said Agreement were held and taken separately from the meeting and vote of the stockholders of the New Jersey Corporation party to said Agreement

5 The principal office of said Delaware Corporation is at No 100 West 10th Street Wilmington County of New Castle Delaware and the name of its resident agent therein and in charge thereof upon whom process against said Corporation may be served within said State is The Corporation Trust Company

IN WITNESS WHEREOF I have hereunto signed my name as Secretary of said U S Steel Company and affixed the seal of said Delaware Corporation this 14th day of December 1965

Signed sealed and delivered
in the presence of

B L Rawlins
B L RAWLINS
Secretary

R M Tays
W W Shoeke

STATE OF NEW YORK }
COUNTY OF NEW YORK } ss

BE IT REMEMBERED that on the 14th day of December One Thousand Nine Hundred and Sixty five in the County and State aforesaid before me the subscriber a Notary Public authorized to take acknowledgment and proofs in said County personally appeared B L Rawlins being by me duly sworn according to law on his oath doth depose and say that he is the Secretary of the U S Steel Company that the statements of fact contained in the foregoing certificate are within his personal knowledge and are true that he saw each of the directors namely Stuart T Saunders David Packard Harllee Branch Jr Joseph P Spang Jr Cleo F Crug I B Worthington C H Bell J A Fuller George S Moore Henry T Heald Arthur A Houghton Jr Franklin J Funding C Jared Ingersoll Roger M Blough and Robert C Tyson being a majority of the Board of Directors of said U S Steel Company whose names are affixed to the Joint Agreement of Merger sign the said Agreement and he saw the seal of said Corporation affixed thereto and heard each of the said directors declare that he signed sealed and delivered the same as his voluntary act and deed for the purposes therein expressed and that this deponent signed his name thereto at the same time as a subscribing and attesting witness

B L Rawlins
B L RAWLINS

Sworn to and subscribed before me a Notary Public in and for the County of New York in the State of New York in said County and State this 14th day of December 1965

Wendell W. Lang
Notary Public in and for the County of New York
in the State of New York
WENDELL W. LANG
NOTARY PUBLIC in the State of New York
No. 00000000
Qualified in New York for County
Cert. filed with New York County Clerk
Term Expires March 30 1967

The foregoing Joint Agreement of Merger having been duly adopted by the stockholders of each of the corporations parties thereto and the fact of the adoption thereof as aforesaid having been duly certified thereon by the Secretary of the New Jersey Corporation and by the Secretary of the Delaware Corporation all in accordance with law said Joint Agreement of Merger is hereby signed by the President and Secretary of the New Jersey Corporation and by the President and Secretary of the Delaware Corporation under the respective corporate seals thereof this 14th day of December, 1965

UNITED STATES STEEL CORPORATION
(a New Jersey Corporation)

L B Worthington
President
B L Rawlins
Secretary

U S STEEL COMPANY
(a Delaware Corporation)

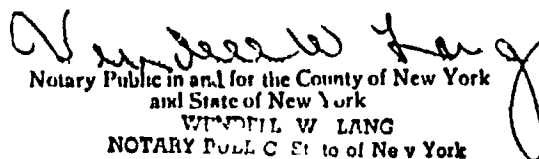
L B Worthington
President
B L Rawlins
Secretary

STATE OF NEW YORK }
COUNTY OF NEW YORK } SS

BE IT REMEMBERED that on this 14th day of December One Thousand Nine Hundred and Sixty five before me Wendell W. Lang, a Notary Public in and for the County and State aforesaid authorized to take acknowledgments and proofs in said county personally appeared L. B. Worthington President and B. L. Rawlins Secretary of United States Steel Corporation a corporation of the State of New Jersey one of the corporations described in and which executed the foregoing Joint Agreement of Merger known to me personally to be such President and Secretary and they, the aforesaid L. B. Worthington as such President and B. L. Rawlins, as such Secretary stated

that they had duly executed said Joint Agreement of Merger before me and acknowledged said Joint Agreement of Merger to be the act deed and agreement of said United States Steel Corporation That the signatures of said President and Secretary to the aforesaid Joint Agreement of Merger are in the handwritings of said President and Secretary of United States Steel Corporation and that the seal affixed to said Joint Agreement of Merger is the common or corporate seal of said United States Steel Corporation

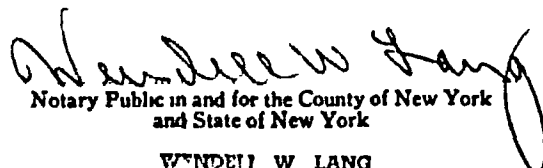
IN WITNESS WHEREOF I have hereunto set my hand and seal the day and year aforesaid


 Notary Public in and for the County of New York
 and State of New York
 WENDELL W. LANG
 NOTARY PUBLIC State of New York
 1000 2nd St
 Qualified in Westchester County
 Certificate of New York County Clerk
 Term Expires March 30 1967

STATE OF NEW YORK }
 COUNTY OF NEW YORK } ss

BE IT REMEMBERED that on this 14th day of December One Thousand Nine Hundred and Sixty five before me Wendell W Lang a Notary Public in and for the County and State aforesaid authorized to take acknowledgments and proofs in said County personally appeared L B Worthington President and P I Rawlins Secretary of U S Steel Company a corporation of the State of Delaware one of the corporations described in and which executed the foregoing Joint Agreement of Merger known to me personally to be such President and Secretary and they the aforesaid L B Worthington as such President and B I Rawlins as such Secretary stated that they had duly executed said Joint Agreement of Merger before me and acknowledged said Joint Agreement of Merger to be the act deed and agreement of said U S Steel Company That the signatures of said President and Secretary to the aforesaid Joint Agreement of Merger are in the handwritings of said President and Secretary of U S Steel Company and that the seal affixed to said Joint Agreement of Merger is the common or corporate seal of said U S Steel Company

IN WITNESS WHEREOF I have hereunto set my hand and seal the day and year aforesaid


 Notary Public in and for the County of New York
 and State of New York
 WENDELL W. LANG
 NOTARY PUBLIC State of New York
 1000 2nd St
 Qualified in Westchester County
 Certificate of New York County Clerk
 Term Expires March 30 1967